

NO.
29

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CAPTAIN AMERICA

COMICS

FREE FRENCH
UNDERGROUND
HEADQUARTERS

VIVE FRANCE
AMERICA IS WITH US
FIGHT THE INVADERS!

FRENCH ARISE
CARRY ON SABOTAGE

SHORT WAVE
REPORTS

FRANCE WILL LIVE
AGAIN!

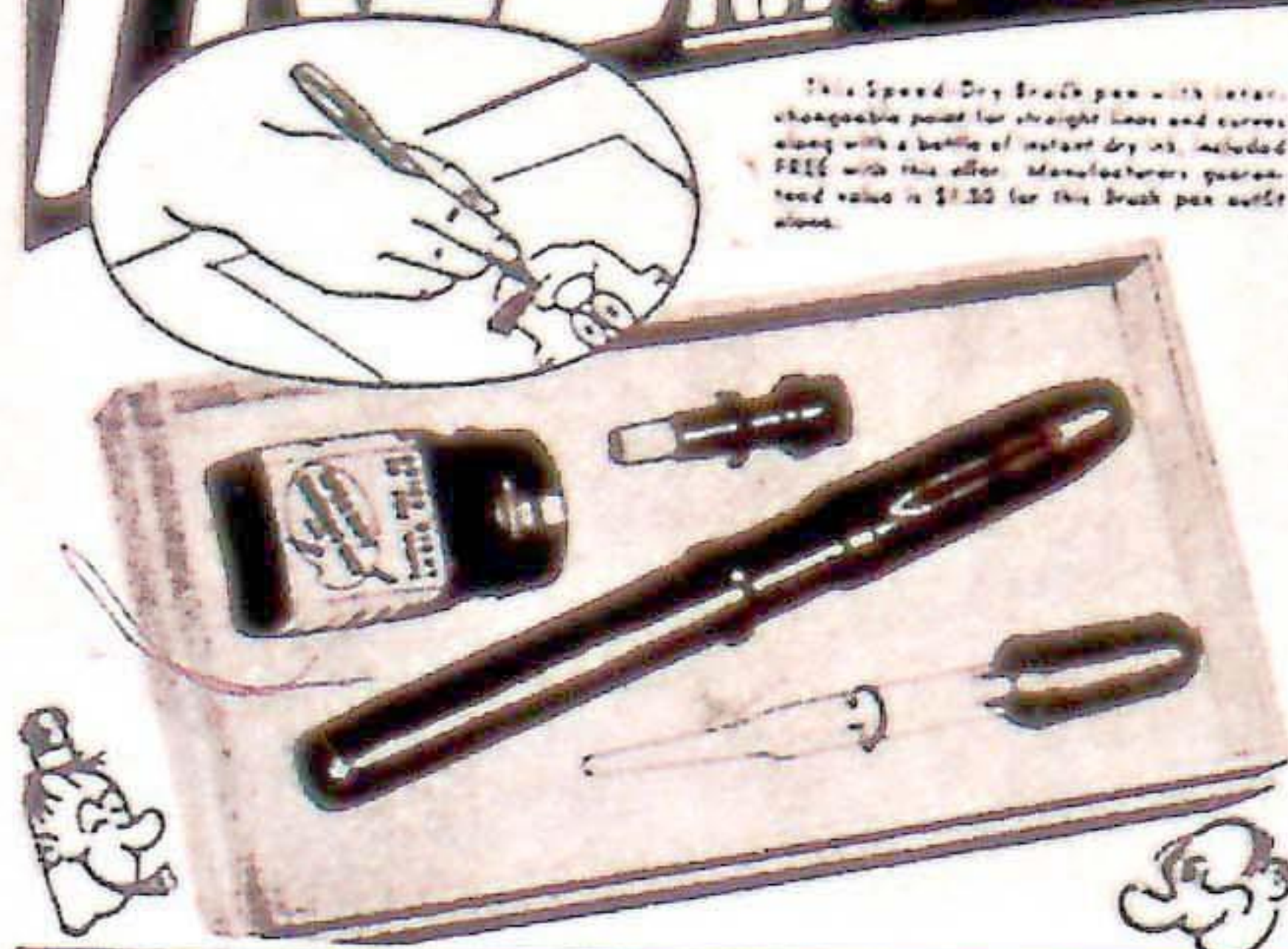
B.B.C. NEWS
ROOSEVELT CHURCHILL
DE GAULLE

PATRIOT
ARISE



WITH THIS OFFER

FREE THIS AMAZING SPEEDRY BRUSH PEN KIT TO HELP YOU LEARN CARTOONING



This Speed-Dry Brush pen with interchangeable point for straight lines and curves along with a bottle of instant dry ink, included FREE with this offer. Manufacturer's guaranteed value is \$1.50 for this brush pen outfit alone.

You'll be delighted and amazed with the astonishing contents of this announcement... you get so much for so little that everything included is almost a gift.

This limited free offer is made to encourage you who are sincere and anxious to learn cartooning. No matter if you never had any previous experience, you will find these instructions so interesting and so simplified, you it is almost like copying, so that you just learn quickly how to draw the funniest and cartooniest faces. You can master lettering for show cards by just making straight and curved lines through the shortcut dot and dash lettering instructions included.

Cartoonists and artists make big money drawing for newspapers, advertisers, magazines, etc. Perhaps you have talent! If you have talent the instructions you get here will help you toward mastering this art and the easy steps which you practice in spare time will help you to make finished cartoon posters and signs. These will make you feel proud and able to prove your talent not only to yourself but to your friends and to possible customers. Think of it, this system is so fast moving and simple that you actually draw faces with the first lesson. No grinding studies and if you act at once we include free with your order a complete patented speed dry brush pen outfit. Remember the SPEED-DRY BRUSH PEN OUTFIT alone is sold for \$1.50. So act at once and get yours FREE with your order.

DRAW FOR BIG PAY

ACTUALLY DRAW FUNNY FACES AND PROFESSIONAL-LIKE LETTERS IN ONE SIMPLE LESSON!

Think of it! You actually draw with your very first lesson... Sounds impossible, but it's true because everything has been made so easy and simple. But practice makes perfect. Practice and it won't be long before you, providing you have ability, will be creating and drawing cartoon faces of your own and perhaps making money out of your newly developed talent.

Four Easy Steps By FRANK WEBB

You are indeed fortunate to have included with this course, fast-moving illustrated cartoon instructions by the famous Frank Webb. Cartoonist Webb shows you how in four easy steps you can make the funniest faces imaginable. They are so easy to draw that you will be amazed. If you want a career as a cartoonist and artist don't miss this unusual opportunity. Let our instructions, equipment along with Frank Webb's great book "How to Make Faces" be your inspiration and perhaps the foundation of your very future.

SEE HOW EASY IT IS

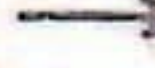
STEP No. 1



STEP No. 2



STEP No. 3



STEP No. 4



JUST 4 EASY STEPS

Read All You Get

You get "How to Make Faces" by Frank Webb, professional drawing paper, sandpaper, pencil sharpening block, art gum eraser, assortment of American made crayons, ruler, Frank Webb cartoon pencil, flexible protractor to help you easily make any designs, 6 inch 30 degree flexible triangle, special instructions and dot and dash lettering system AND if you order at once you get Speed-Dry Brush pen outfit free.

ACT NOW! Rush Coupon... you must be 100% delighted or money back.

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Be one of the lucky ones to get in on this amazing offer. Act at once! Just sign your name and address to coupon at right and rush it to us. You will receive everything by return mail. Pay postman \$2.98 plus postage on arrival. If not delighted after 5 days return for full refund.

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ALL THIS INCLUDED



MAIL TODAY

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535 Fifth Ave., Suite 2508, New York, N. Y.

I accept your special offer. Send your show card lettering and cartoon instructions with all equipment by return mail. Also include the free Speed-Dry Brush pen outfit. I will deposit \$2.98, plus postage with postman. If I am not satisfied I will return within five days for full refund. (Send \$2.98 now and save postage, same guarantee.)

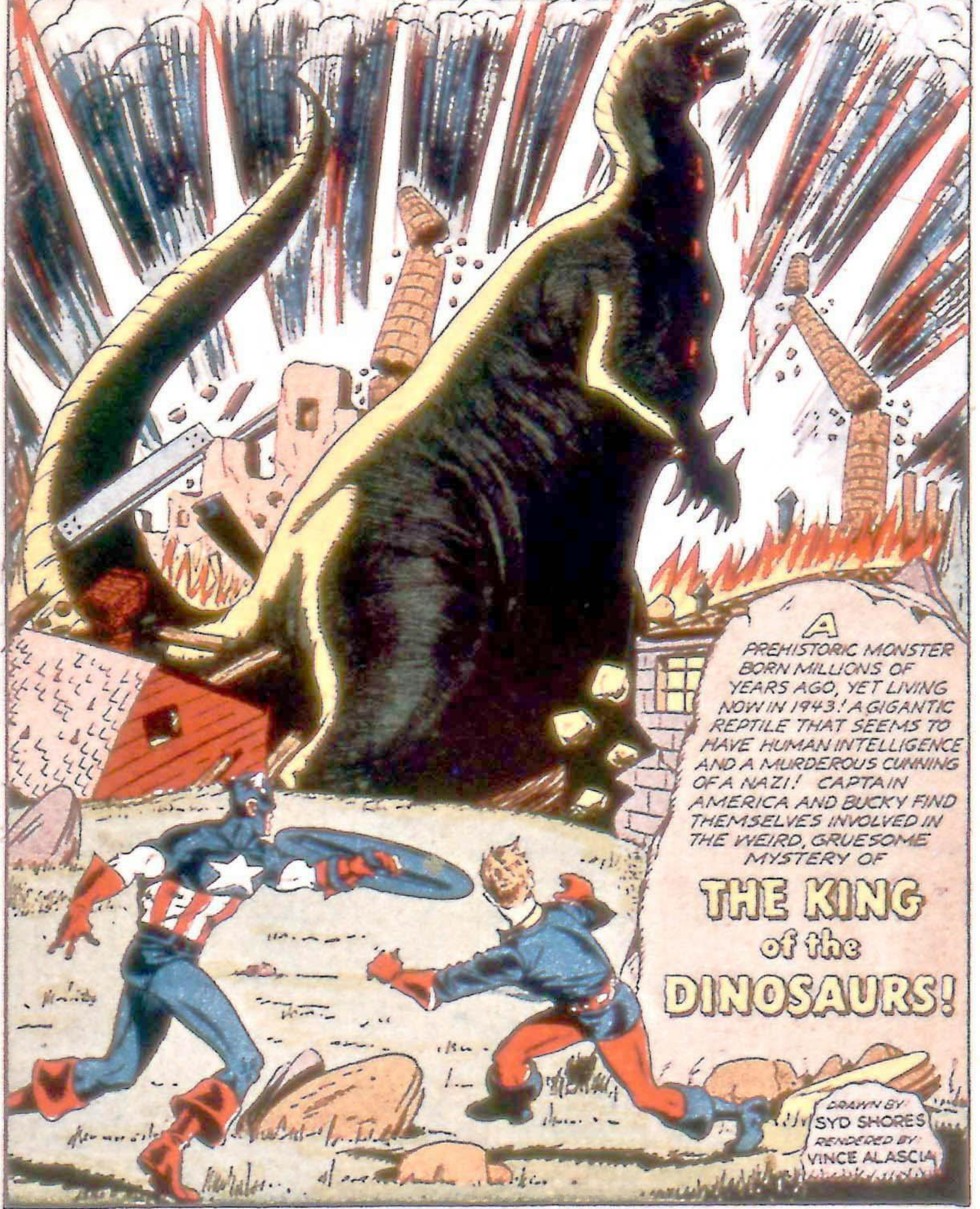
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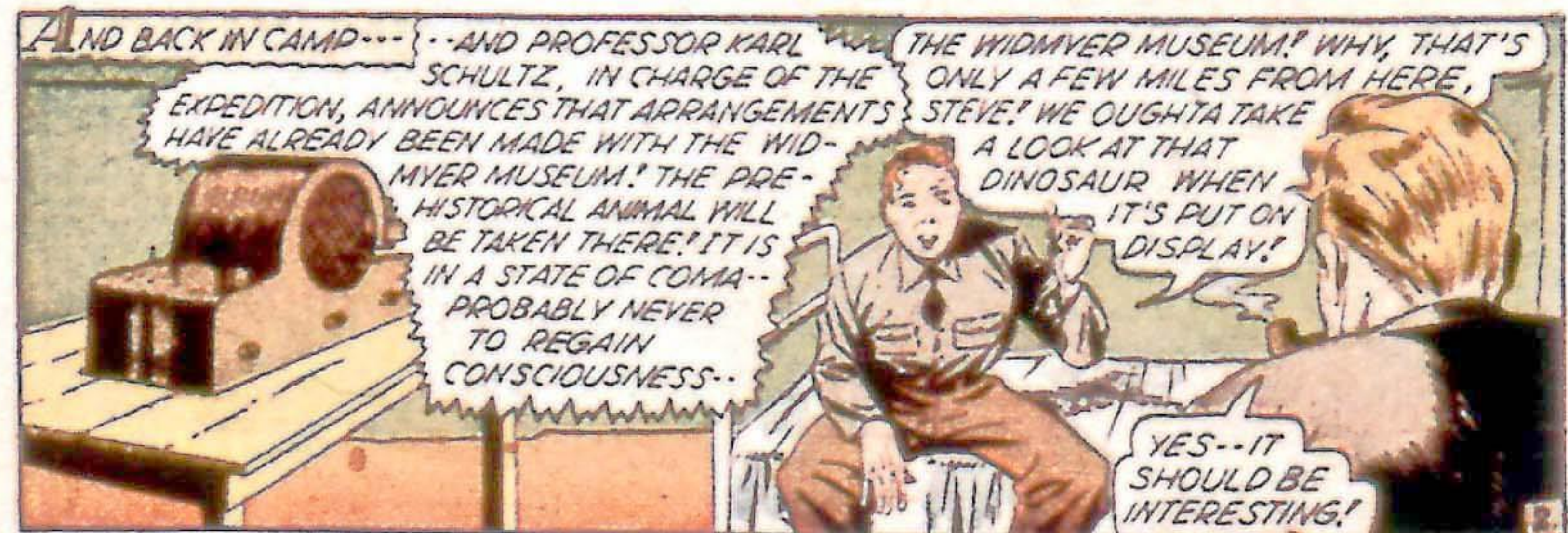
CAPTAIN AMERICA



A
PREHISTORIC MONSTER
BORN MILLIONS OF
YEARS AGO, YET LIVING
NOW IN 1943! A GIGANTIC
REPTILE THAT SEEMS TO
HAVE HUMAN INTELLIGENCE
AND A MURDEROUS CUNNING
OF A NAZI! CAPTAIN
AMERICA AND BUCKY FIND
THEMSELVES INVOLVED IN
THE WEIRD, GRUESOME
MYSTERY OF

THE KING
of the
DINOSAURS!

DRAWN BY
SYD SHORES
RENDERED BY
VINCE ALASCIA



THREE MONTHS LATER--THE GIGANTIC HULK OF THE ANCIENT MONSTER IS ON DISPLAY--

THERE IT IS, LADIES AND GENTLEMEN--I FOUND IT! A PERFECT SPECIMEN OF IGUANODON --- THE KING OF THE DINOSAURS! MY GREAT CONTRIBUTION TO SCIENCE--MY SLEEPING BEAUTY, YOU MIGHT SAY!

HAH-HAH! THAT IS YUST RIGHT, PROFESSOR! YOUR SLEEPING BEAUTY!

THAT LITTLE SWEDE ASSISTANT THINKS THE PROFESSOR IS WONDERFUL, DOESN'T HE?

SURE DOES! BUT THAT SCHULTZ LOOKS AND TALKS JUST LIKE A NAZI--THAT MASTER RACE BUSINESS--JUST LISTEN TO HIM PRAISE HIMSELF!

LATER THAT NIGHT--A SECRET UNDERGROUND LABORATORY NEAR THE MUSEUM---

NOW I AM READY! OUR FEUHRER SENT YOU HERE TO AMERICA FOR SABOTAGE WORK! MY PLAN WILL ACCOMPLISH THAT--EVERY DEFENSE PLANT IN THIS AREA WILL BE WRECKED! THOUSANDS WILL BE KILLED AND CONFUSION SPREAD ALL OVER THE UNITED STATES!

GOOT, GOOT! HEIL HITLER!

I HAVE TAUGHT MY ASSISTANT, OLAF, ALL THE NAZI PRINCIPLES OF THE MASTER RACE! HE ADMIRES ME--AND I DO NOT WANT HIM TO KNOW WHAT I AM GOING TO DO--WHEN I CALL HIM, YOU WILL HIDE AND THEN---

YOU CALLED ME, MASTER?

YES, OLAF! NOW, WHATEVER HAPPENS, I WANT YOU TO REMEMBER--OUR BE-LOVED AMERICA--FOR ITS OWN GOOD MUST BE RULED BY GERMANY!

ON HEARING THEIR CUE, TWO NAZIS CARRY OUT THEIR ASSIGNED TASK--P-PROFESSOR--H-HELP!

THE PROFESSOR PLAYS HIS PART---

WHAT'S THE
MEANING OF
THIS? LET
HIM ALONE!

TAKE DOT OLAF
TO DER OPERATING
TABLE! VE VILL DISPOSE
OF HIM
NOW!

A FEW MOMENTS LATER, A WEIRD GRUESOME OPERATION IS PERFORMED UPON THE UNCONSCIOUS OLAF!

FAST WITH THAT ETHER--
I DON'T WANT HIM TO
DIE JUST YET! SCALPEL,
QUICK!

A SHORT TIME LATER--THE STILL OF THE NIGHT IS RENT BY THE DEAFENING ROAR OF THE CRASHING WALLS OF THE WIDMEYER MUSEUM--THE DINOSAUR'S PENT UP ENERGY AND FEROCIOUSNESS AFTER MILLIONS OF YEARS, HAS COME TO LIFE!





BACK AT CAMP, STEVE AND BUCKY HEAR THE TERRIFYING NEWS!

MILLION YEAR OLD DINOSAUR SUDDENLY REGAINS CONSCIOUSNESS, PLUNGES OUT OF MUSEUM, WRECKING NEIGHBORHOOD! TROOPS TO BE ORDERED OUT! MONSTER SEEMS TO HAVE VANISHED INTO THE RAMAPO HILLS! GIANT REPTILE SEEMS TO USE STRANGE CUNNING IN ESCAPING PURSUIT.

A DINOSAUR THAT SHOWS STRANGE, CUNNING, EXTRAORDINARY INTELLIGENCE! THERE'S SOMETHING MIGHTY QUEER ABOUT ALL THIS, BUCKY! SEEMS TO BE A CASE FOR CAPTAIN AMERICA!

GUESS YOU'RE RIGHT, STEVE!



THAT EVENING TWO COLORFUL FIGURES STEAL AWAY INTO THE NIGHT!

CAREFUL, BUCKY-- NO NOISE NOW!



IF THAT PROFESSOR SCHULTZ IS STILL AT THE MUSEUM, I FIGURE OUR FIRST MOVE IS TO HAVE A TALK WITH HIM!

OKAY IF YOU SAY SO, BUT IF HE TOLD ME THE SUN RISES IN THE EAST, I WOULDN'T BELIEVE IT!



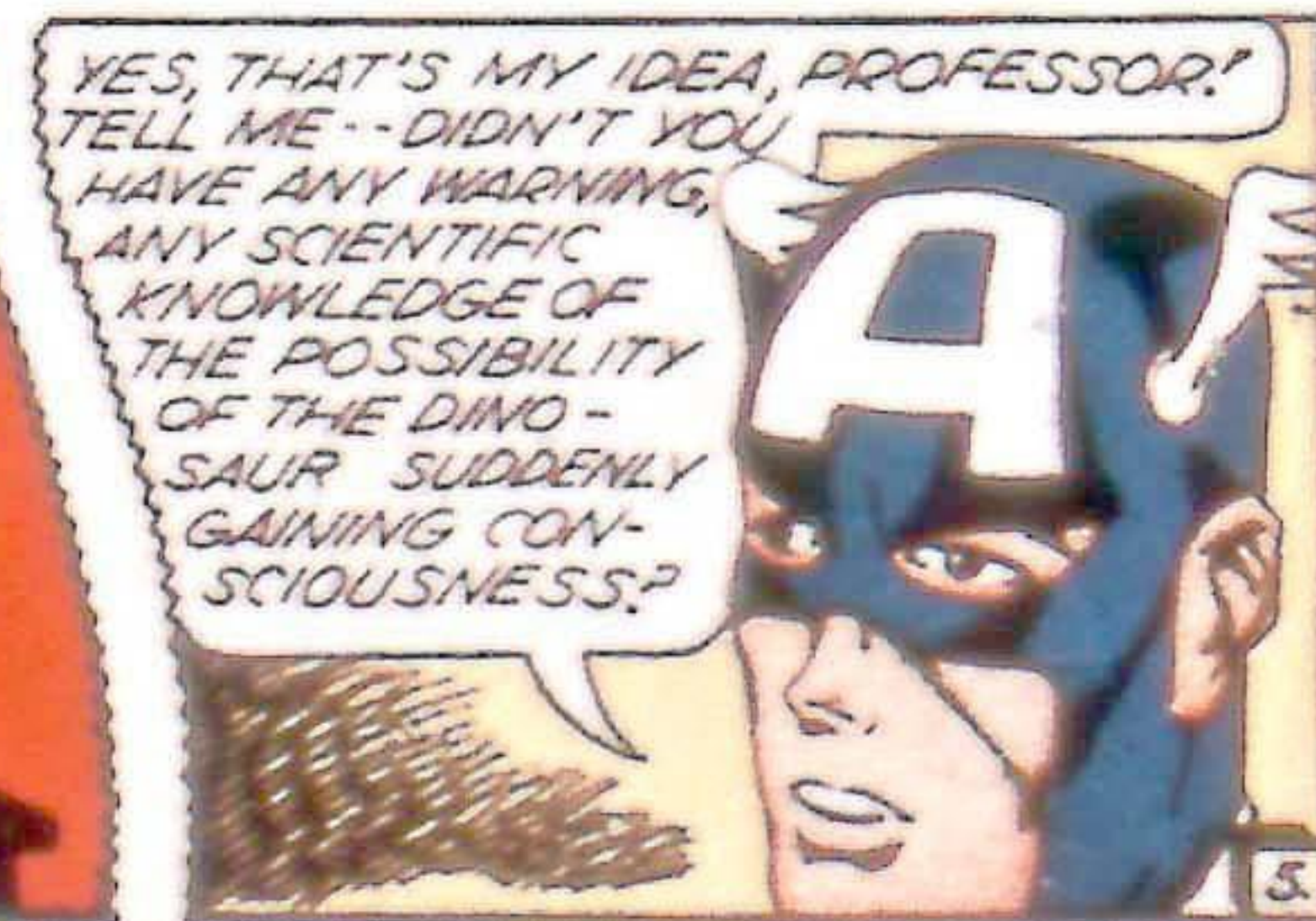
PROFESSOR SCHULTZ'S OFFICE AT THE MUSEUM...

PROFESSOR SCHULTZ?

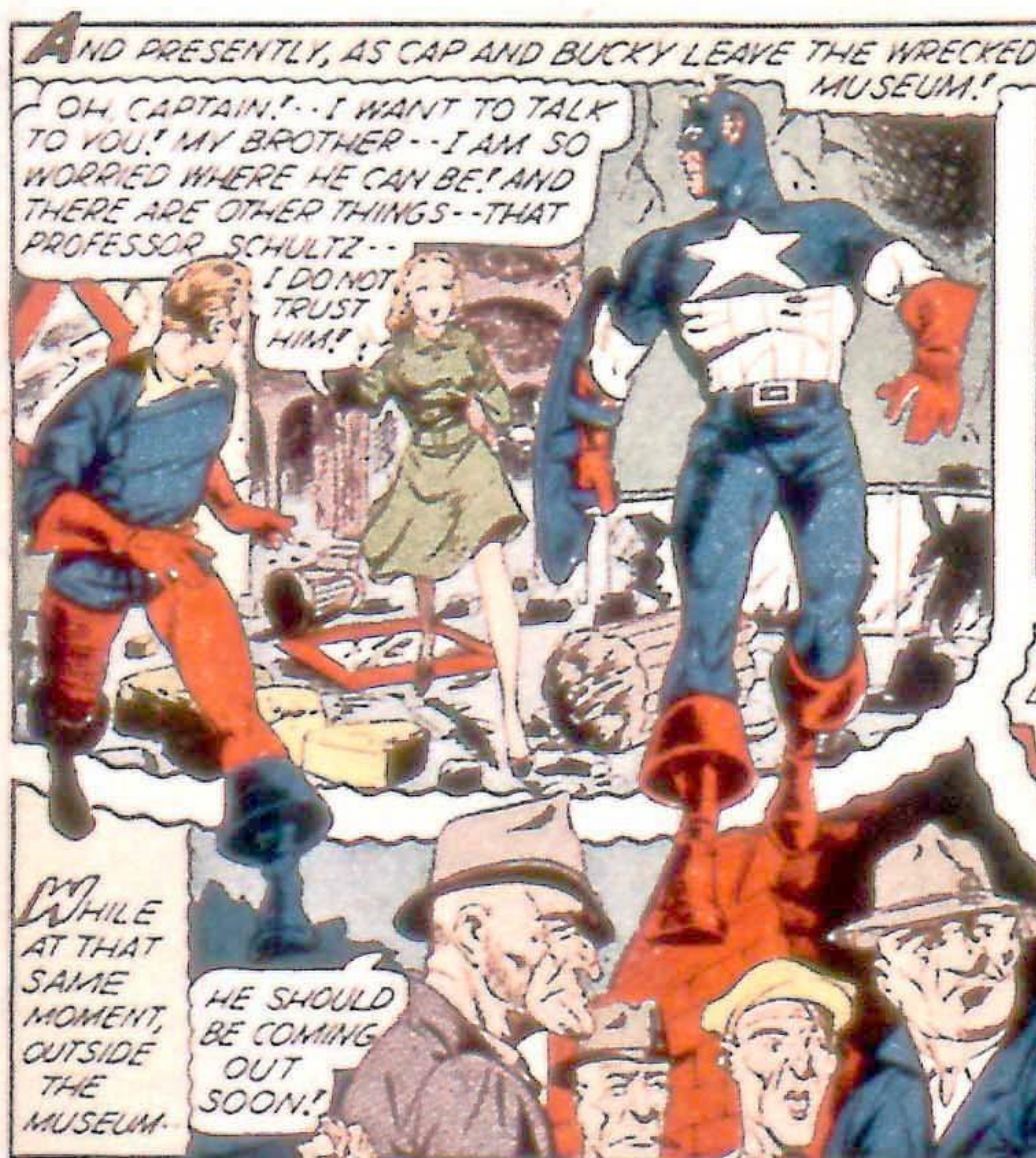
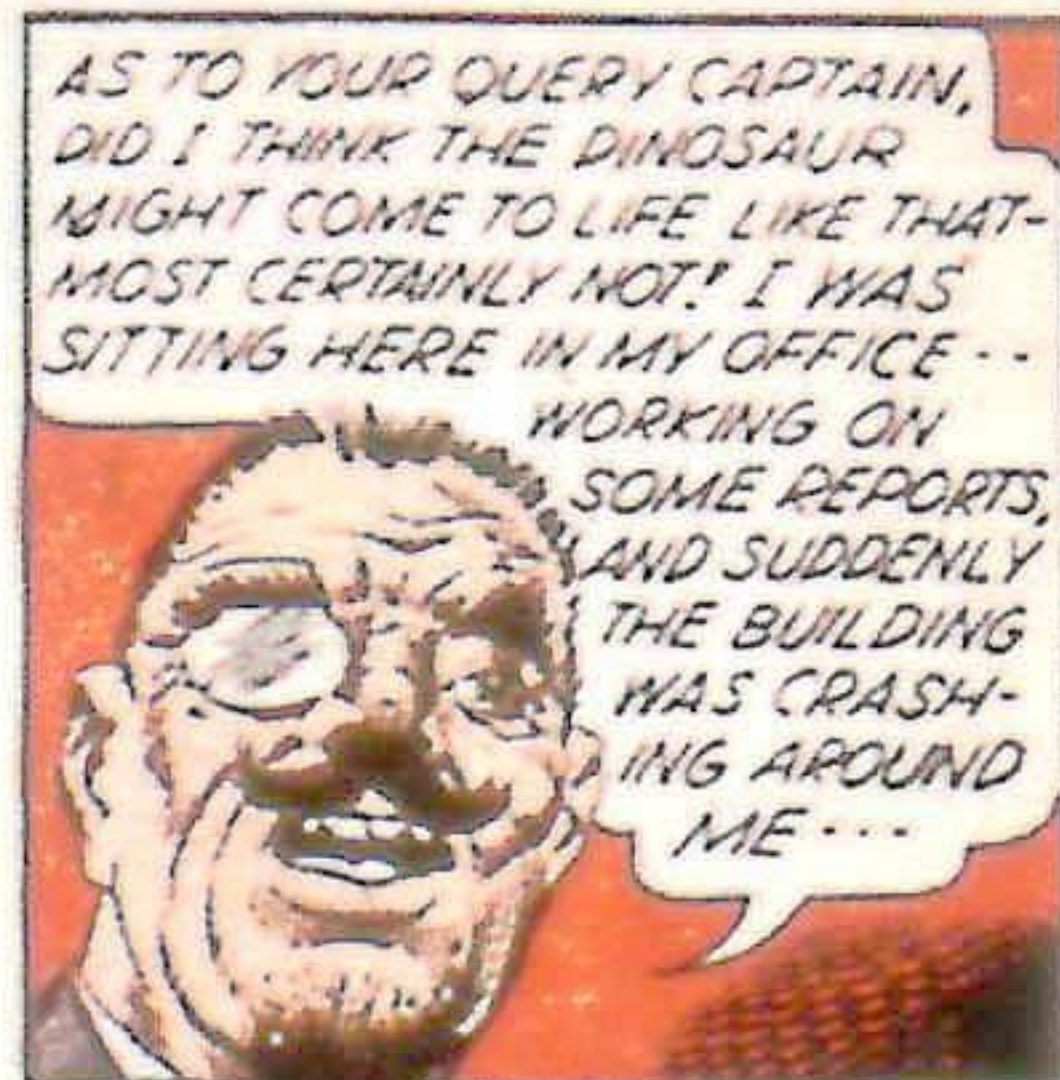
WHY--ER-- YES!



WHY--YOU ARE CAPTAIN AMERICA, AREN'T YOU? YOU--ER--YOU ARE GOING TO INTEREST YOURSELF IN THIS CASE?



YES, THAT'S MY IDEA, PROFESSOR! TELL ME--DIDN'T YOU HAVE ANY WARNING, ANY SCIENTIFIC KNOWLEDGE OF THE POSSIBILITY OF THE DINOSAUR SUDDENLY GAINING CONSCIOUSNESS?





SO DER FUEHRER IS MIXED UP IN THIS! WELL -- TAKE THIS FROM UNCLE SAM!

WHAM! DOWN YOU GO NAZIS!

OOOF!



GLAD YOU DROPPED IN! I NEEDED A LITTLE LIMBERING UP!

OOOPH!

TRY THIS FOR YOUR INDIGESTION!



LET HIM GO, BUCKY! WE'VE GOT MORE IMPORTANT THINGS TO DO AT THE MOMENT

CAP! THERE'S ONE GETTING AWAY!



YOU WERE TELLING US ABOUT THAT SECRET LABORATORY OF SCHULTZ, ERDA! YOU CAN TAKE US THERE NOW!

YES, IT'S THIS WAY!

THE TRAIL LEADS TO A LONELY RAVINE BEHIND AND BELOW THE MUSEUM---

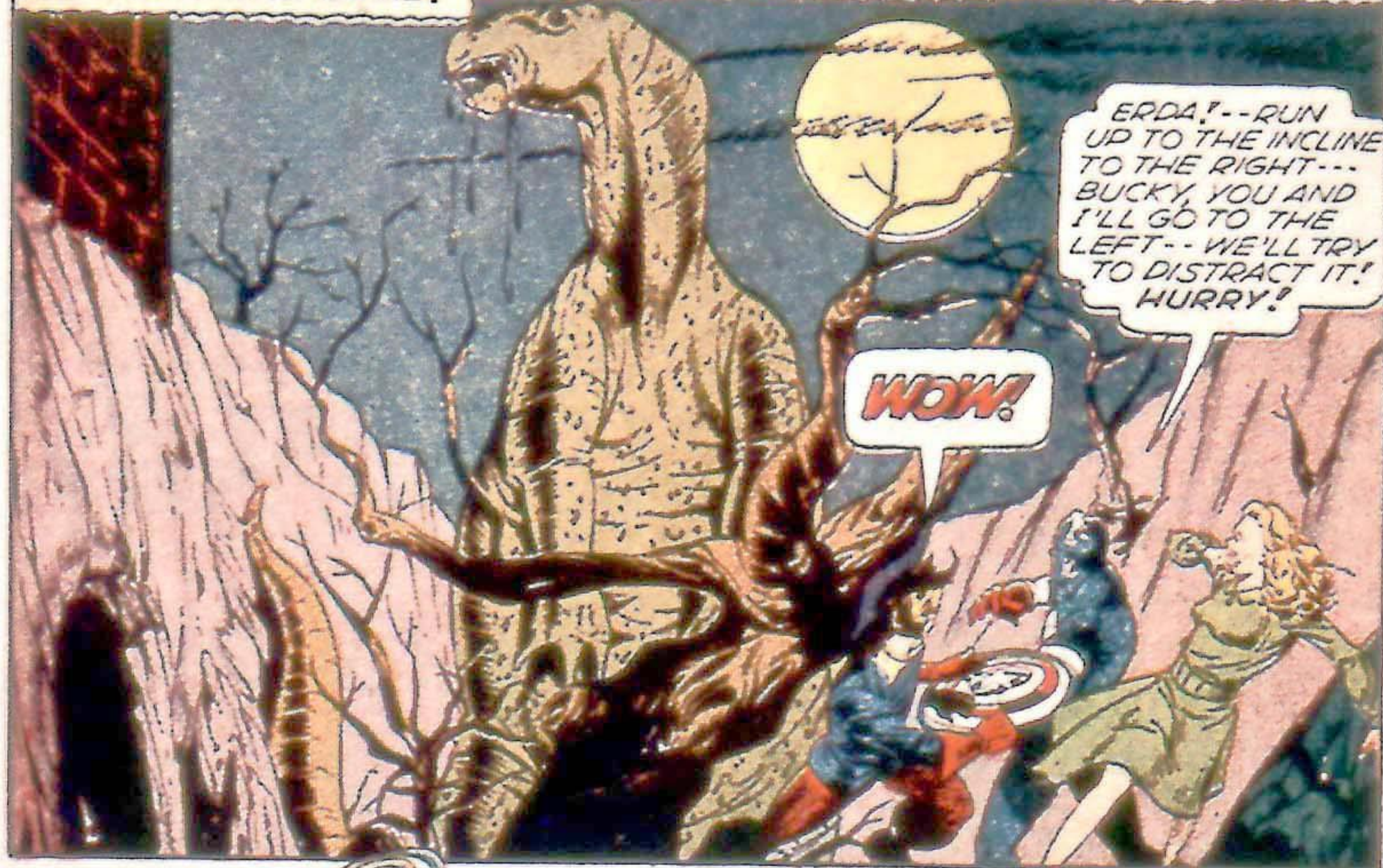


THE LABORATORY ENTRANCE IS IN THERE, THROUGH THAT CAVE!

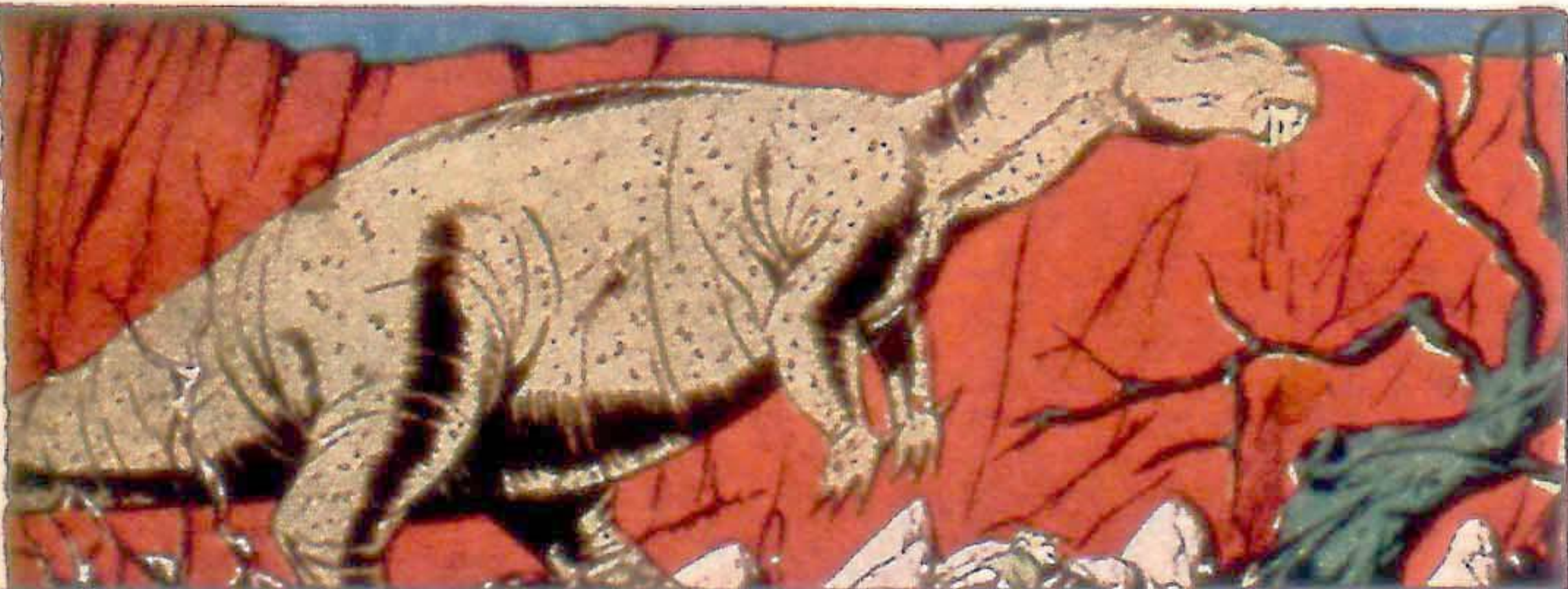


OH, MIGOSH! CAP! LOOK!

THE THREE HUMANS SEEM TO BE TRANSPLANTED TO THE WORLD OF MILLIONS OF YEARS AGO AS THE PONDEROUS HULK OF THE GIGANTIC DINOSAUR THUNDERS DOWN THE NARROW RAVINE!



BUT THE GIGANTIC MONSTER CAREFULLY AVOIDS CRUSHING THE HELPLESS ERDA, AND LUMBERS OFF!

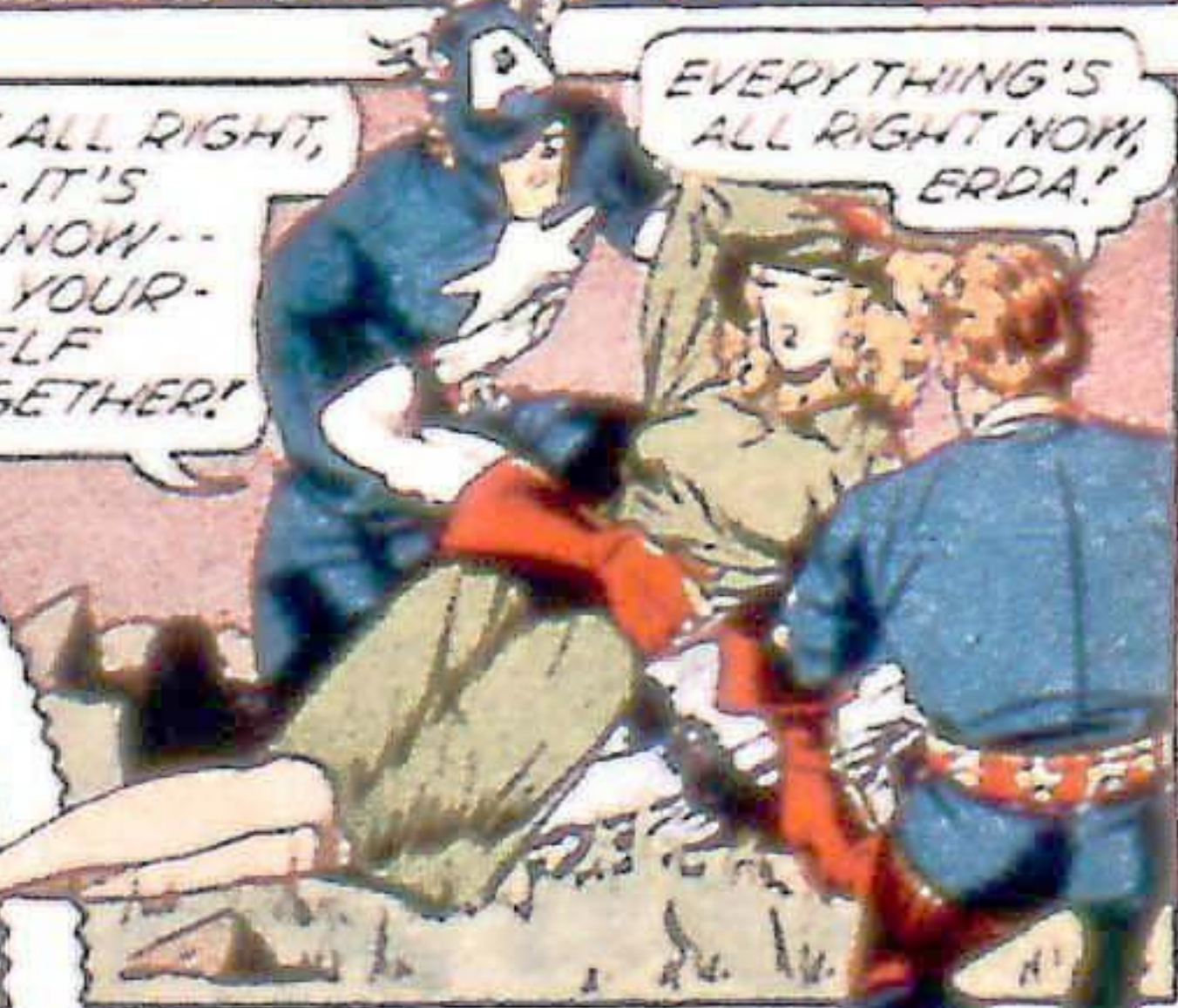


SHE'S UNHURT! IT DIDN'T WANT TO KILL HER--DELIBERATELY SPARED HER!



YOU'RE ALL RIGHT, ERDA--IT'S GONE NOW--PULL YOURSELF TOGETHER!

EVERYTHING'S ALL RIGHT NOW, ERDA!



THE LABORATORY IS AT THE END OF THE TUNNEL!

--WE'LL LOOK IT OVER! I'VE GOT SOME WEIRD GRUESOME IDEAS ON THIS THAT SEEM VERY POSSIBLE--



AND PRESENTLY, THE TRIO ENTER PROFESSOR SCHULTZ' LABORATORY--



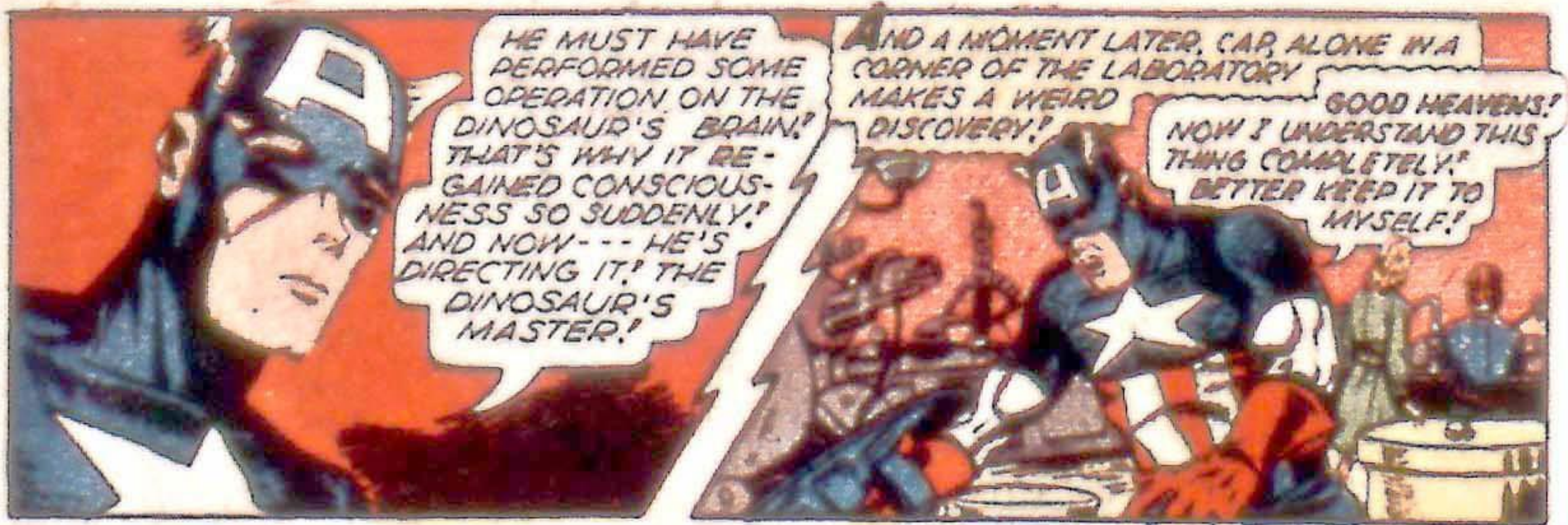
SURGICAL INSTRUMENTS! AND LOOK--THOSE GLOBES--LIVING TISSUES FLOATING IN A SALINE LIQUID!

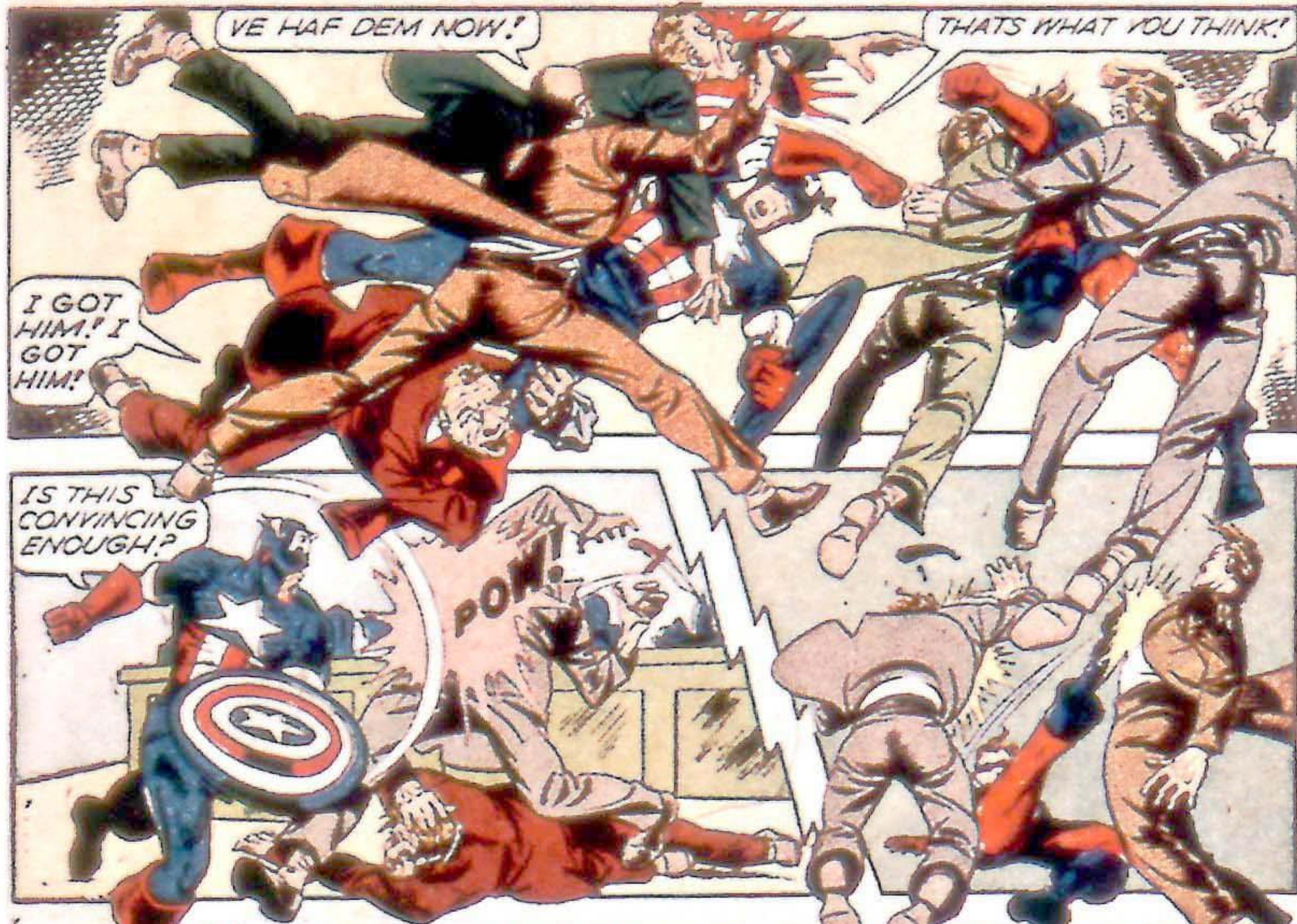


UGH! SAY, WHAT KIND OF EXPERIMENTS DOES THAT FELLOW PULL OFF HERE?

HE WAS A SURGEON--A BRAIN SPECIALIST IN BERLIN! THAT I HAVE HEARD!







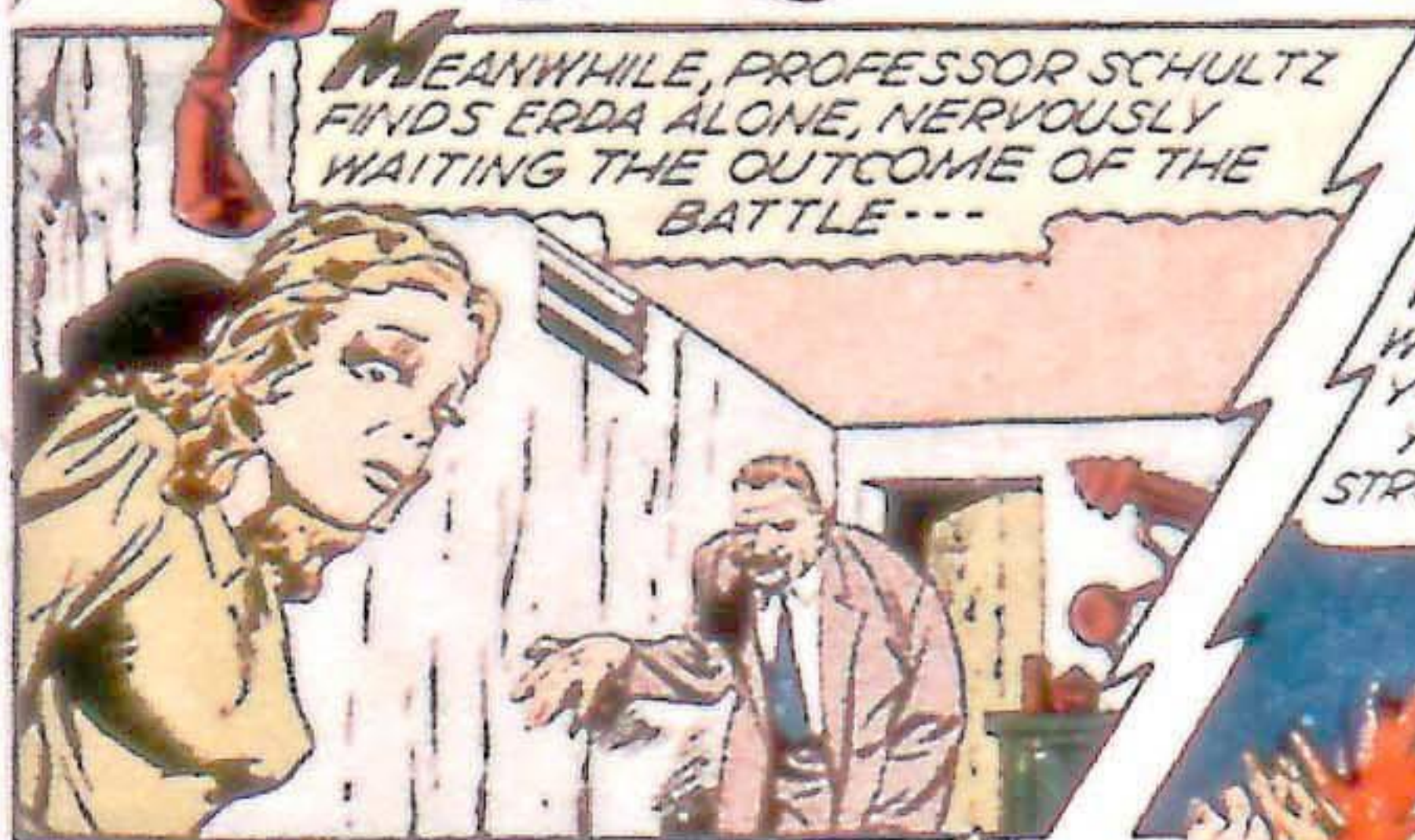
VE HAF DEM NOW!

THATS WHAT YOU THINK!

I GOT HIM! I GOT HIM!

IS THIS CONVINCING ENOUGH?

POM!



MEANWHILE, PROFESSOR SCHULTZ FINDS ERDA ALONE, NERVOUSLY WAITING THE OUTCOME OF THE BATTLE---

YOU WILL COME WITH ME--- PLEASE! IT WILL BE WORSE FOR YOU IF YOU STRUGGLE!

LET ME ALONE! YOU-- WHAT HAVE YOU DONE TO MY BROTHER?



WELL, I GUESS THIS WINDS 'EM UP, BUCKY!

I'M INCLINED TO AGREE WITH YOU, CAP!



THE PREHISTORIC MONSTER MAKES A STRAIGHT COURSE FOR ITS OBJECTIVE--
HEEDLESS OF EVERYTHING IN ITS PATH!



THAT THING SURE
CAN TRAVEL FAST
FOR ITS SIZE!

LOOK! THE TROOPS
ARE TRYING TO HEAD
IT OFF!



BUT THE
BULLETS
BOUNCE
HARMLESSLY
OFF THE
THICK
HIDE
OF THE
PLUNGING
REPTILE!



IF BULLETS
CAN'T STOP
IT--HOW
CAN
WE?



YOU'LL SEE!--
THERE GOES
THE RAILROAD
STATION AT
BLAINESVILLE
JUNCTION!

THE PONDEROUS HULK CONTINUES
ITS HAVOC AS IT MAKES FOR THE
MUNITION WORKS!



WE'RE
TOO LATE,
BUCKY!
THERE GO
THE
WORKS!

AND THROUGH THE EXPLODING CHAOS
OF THE WRECKED MUNITION PLANT,
THE GIGANTIC REPTILE STAGGERS
ON!

BLAINSVILLE
MUNITION
WORKS

POWDER
HOUSE

THE EXPLOSION DIDN'T KILL IT,
BUT IT LOOKS DAZED! NOW'S
OUR CHANCE TO HEAD IT
OFF! COME ON,
BUCKY!





SCHULTZ WAS A GREAT BRAIN SURGEON, BUCKY! HE TRANSPLANTED THE LIVING BRAIN OF OLAF, INTO THE DINOSAUR! IT'S A WEIRD AND TERRIBLE THING, LAD-- BUT IT'S TRUE! THAT'S POOR OLAF'S BRAIN--IMPRISONED THERE IN THE GIANT REPTILE! LOOK! HE UNDERSTANDS ME! HE REALIZES NOW---



THE IMPRISONED DAZED MIND OF THE MURDERED OLAF, STRUGGLES FOR FULL COMPREHENSION!

SUDDENLY, THE ANGRY REPTILE PLUNGES PAST CAP AND BUCKY!



I THINK HE UNDERSTANDS FULLY AT LAST, BUCKY! HE MIGHT LEAD US TO SCHULTZ-- COME ON!

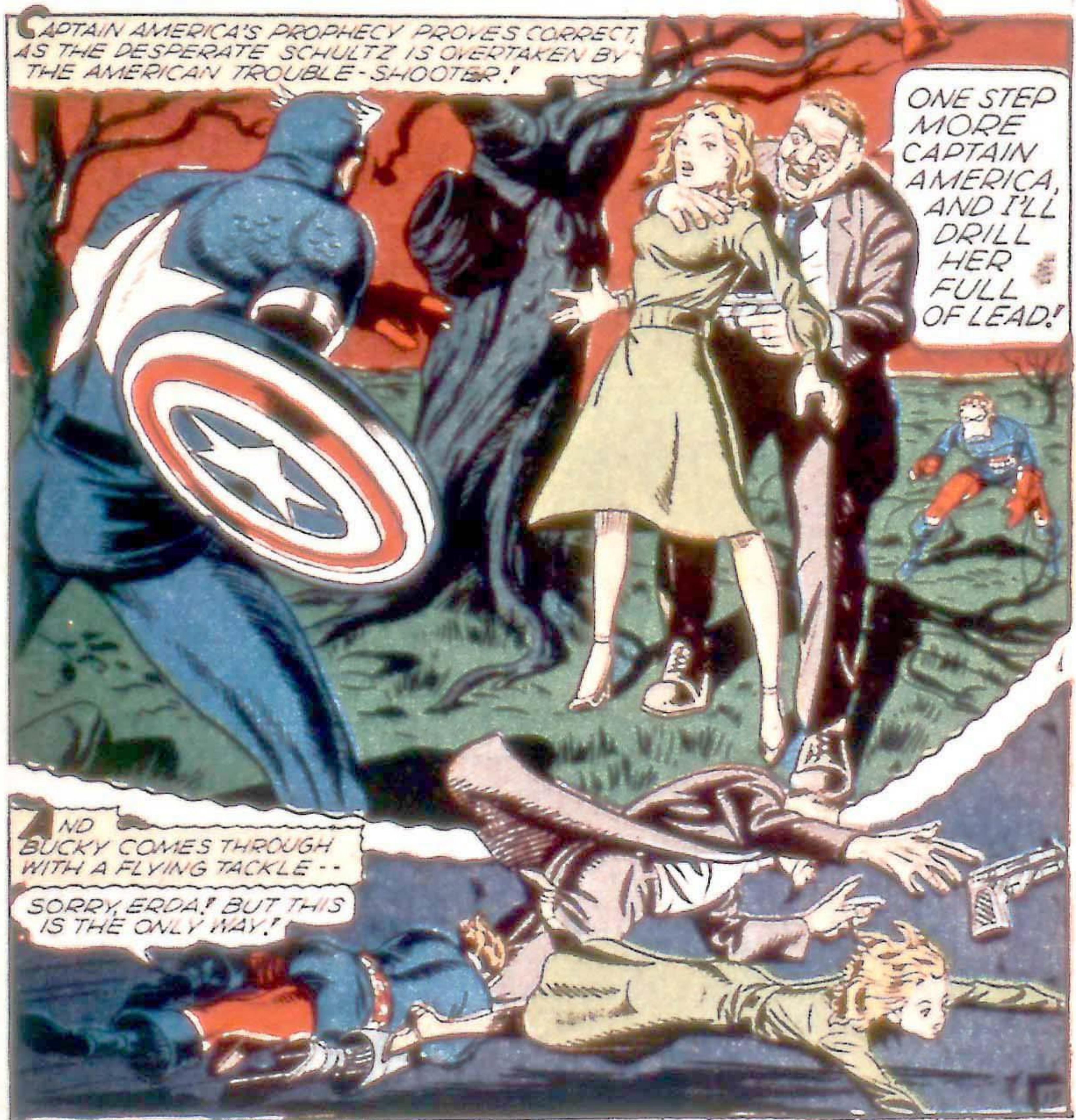
THE MADDENED DINOSAUR MAKES STRAIGHT FOR AN OLD DILAPIDATED FRAME HOUSE-- SCHULTZ'S HIDEOUT! THE WRECKAGE FLIES IN ALL DIRECTIONS AS THE AVENGING BEAST PLUNGES THROUGH!



BUT THE CLINNING PROFESSOR SCHULTZ-- HAS FORE-SEEN THE TURN IN EVENTS AND MAKES GOOD HIS ESCAPE WITH ERDA!



DO NOT STRUGGLE, OR I SHALL KILL YOU ON THE SPOT! I'M NOT THROUGH WITH THAT CAPTAIN AMERICA! I SHALL EXTERMINATE HIM YET!







THE HUGE MONSTER, IGNORING CAP, BUCKY AND ERDA RUSHES THE TERRIFIED SCHULTZ!

JUST AS I THOUGHT! SCHULTZ IS DONE FOR!

NO, NO, N-N-NO!



THE MADDENED BEAST HURLS HIS VICTIM OVER THE CANYON ABYSS!

AAAAHHH!



WELL, HE'S DEAD ALL RIGHT!

CAP! LOOK AT THE DINOSAUR! HE'S STARING AT US KINDA PECULIAR LIKE!



THE IMPRISONED BRAIN OF THE MURDERED OLAF, GAZES AT HIS BELOVED SISTER! - REALIZING HIS SITUATION WITH DIM DAWNING THOUGHTS OF UTTER HORROR!



SUDDENLY THE PREHISTORIC REPTILE PLUNGES OVER THE BRINK OF THE PRECIPICE --!

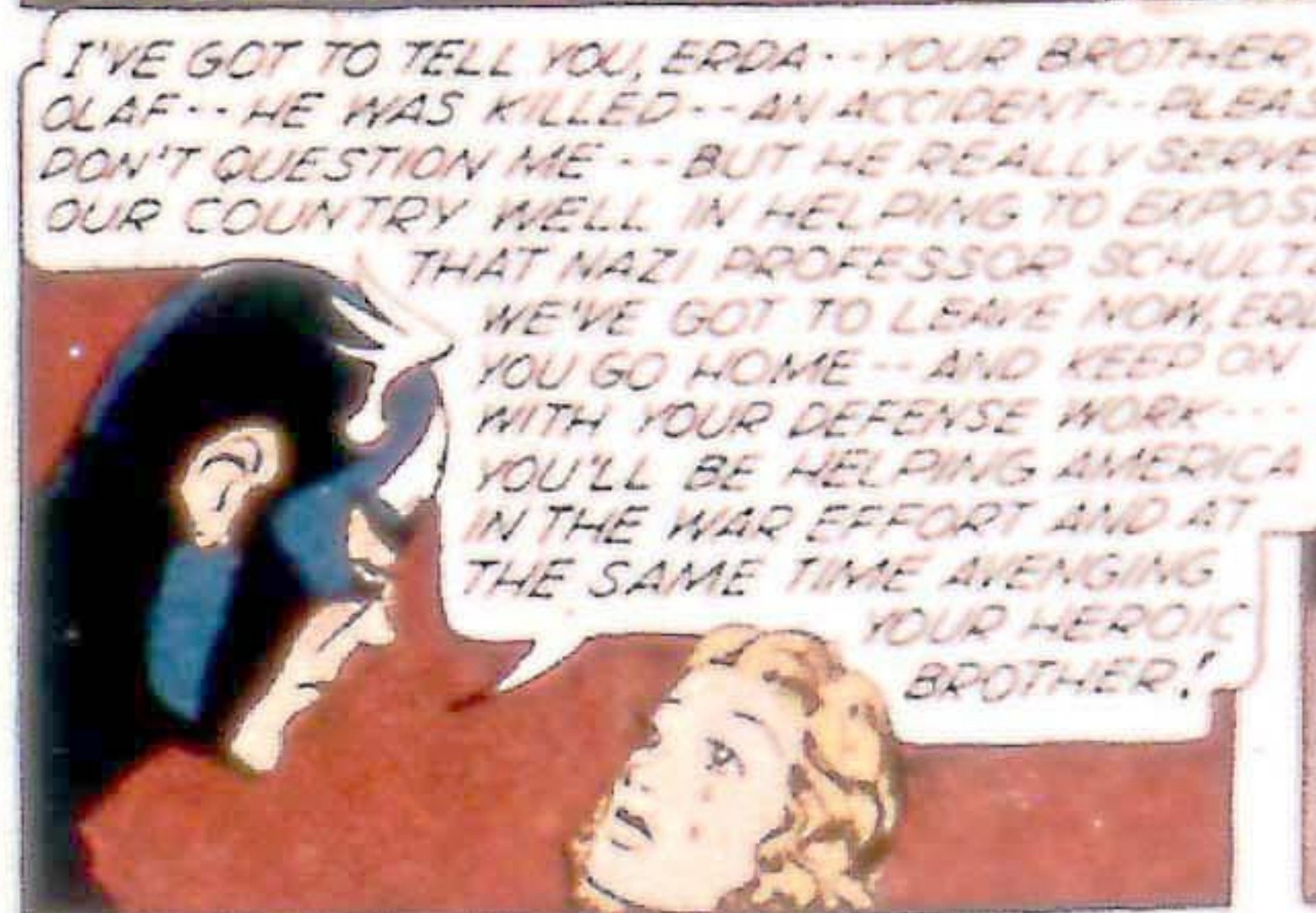
IT'S COMMITTING SUICIDE!



IT'S DEAD ALL RIGHT--DID THE BEST THING IT COULD DO!

LISTEN, BUCKY--NOT A WORD OF WHAT I TOLD YOU, EVER, TO ERDA--NOT TO ANYONE!

RIGHT, CAP!



I'VE GOT TO TELL YOU, ERDA--YOUR BROTHER, OLAF--HE WAS KILLED--AN ACCIDENT--PLEASE DON'T QUESTION ME--BUT HE REALLY SERVED OUR COUNTRY WELL IN HELPING TO EXPOSE THAT NAZI PROFESSOR SCHULTZ! WE'VE GOT TO LEAVE NOW, ERDA! YOU GO HOME--AND KEEP ON WITH YOUR DEFENSE WORK--YOU'LL BE HELPING AMERICA IN THE WAR EFFORT AND AT THE SAME TIME AVENGING YOUR HEROIC BROTHER!



WITH A FEELING OF RELIEF AT OVERCOMING A DIFFICULT EXPLANATION OF OLAF'S DEATH, OUR TWO HEROES DEPART INTO THE NIGHT--

GOODBYE--THANKS FOR WHAT YOU DID!

GOODBYE--GOODBYE, ERDA!

THE END

CALLING ALL KIDS!

SUB-MARINER SPEAKING

BOYS AND GIRLS... ARE YOU LOOKING
FOR THRILLS AND ACTION?
LOOK FOR ME IN THE SAME
BOOK WITH

HUMAN TORCH

THE ANGEL - TERRY VANCE
THE VISION - THE PATRIOT
AND JIMMY JUPITER!
THE GREATEST ARRAY OF
STARS THAT CAN BE FOUND
ONLY IN ↓

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NEWSSTANDS EVERY
MONTH! IT'S THE
BEST ENTERTAINMENT
YOUR MONEY CAN BUY!

HUMAN TORCH



**CARNIVAL
OF DOOM!**

WORLD PREMIER TONIGHT!

"BALLET GESTAPO" ACCLAIMED AS THE MOST SENSATIONAL BALLET TO BE PRESENTED THIS SEASON. DIRECTED BY KORT THEATRE

THIS BALLET GESTAPO IS SUPPOSED TO BE A CUTTING SATIRE ON HITLER!

AND WE HAVE FREE TICKETS TO ENJOY OURSELVES HA!

JUST THEN...

HEY! A GRENADE!

WHA...!

TORCH AND TORO FLAME OUT OF THE WINDOW IMMEDIATELY!

THAT THING'LL GO OFF ANY SECOND!

I DON'T WANT TO BE THERE!

THERE IT GOES! LOOK! SOME ONE ON THAT FIRE-ESCAPE!

I'LL GET HIM!

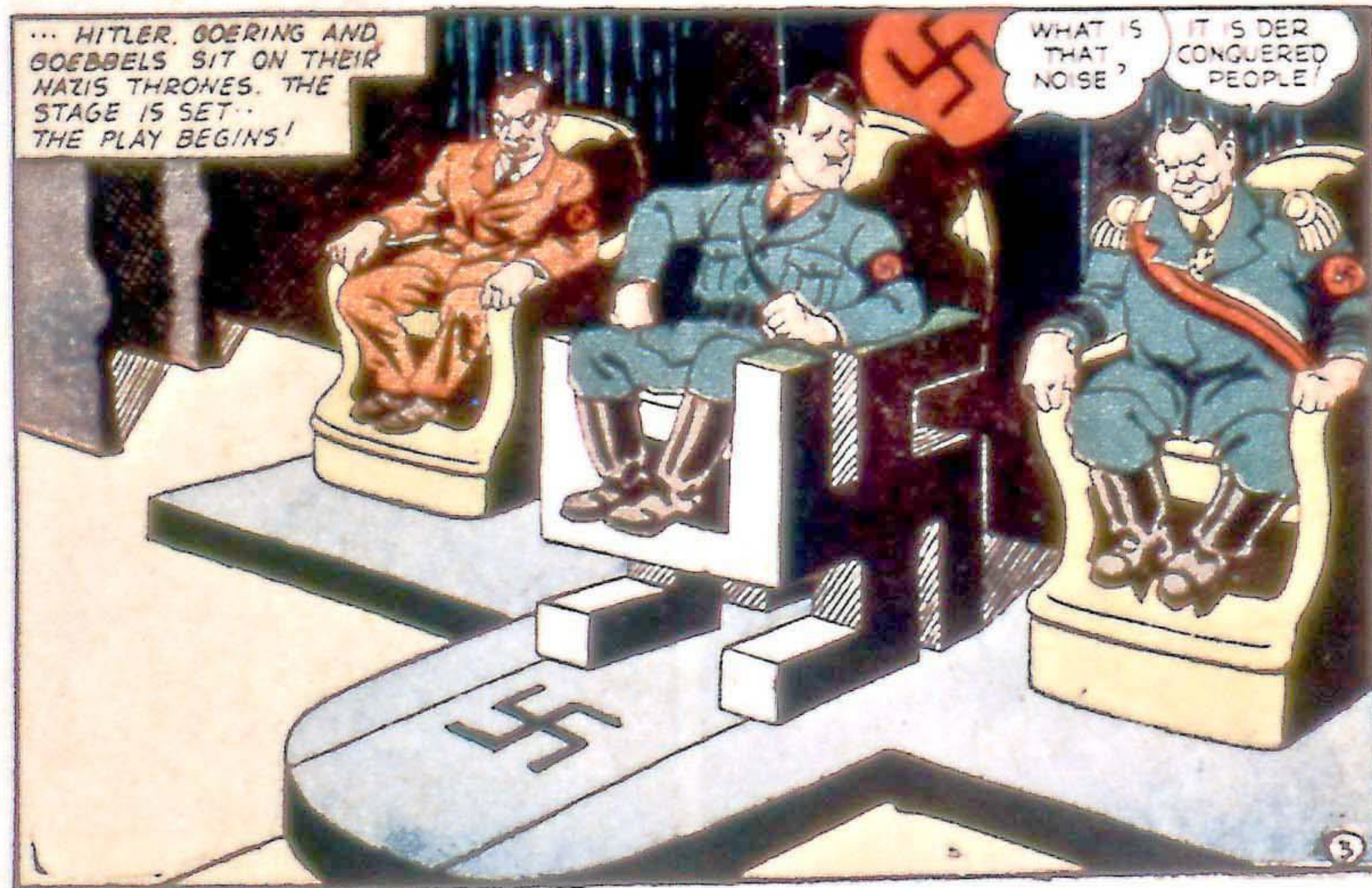
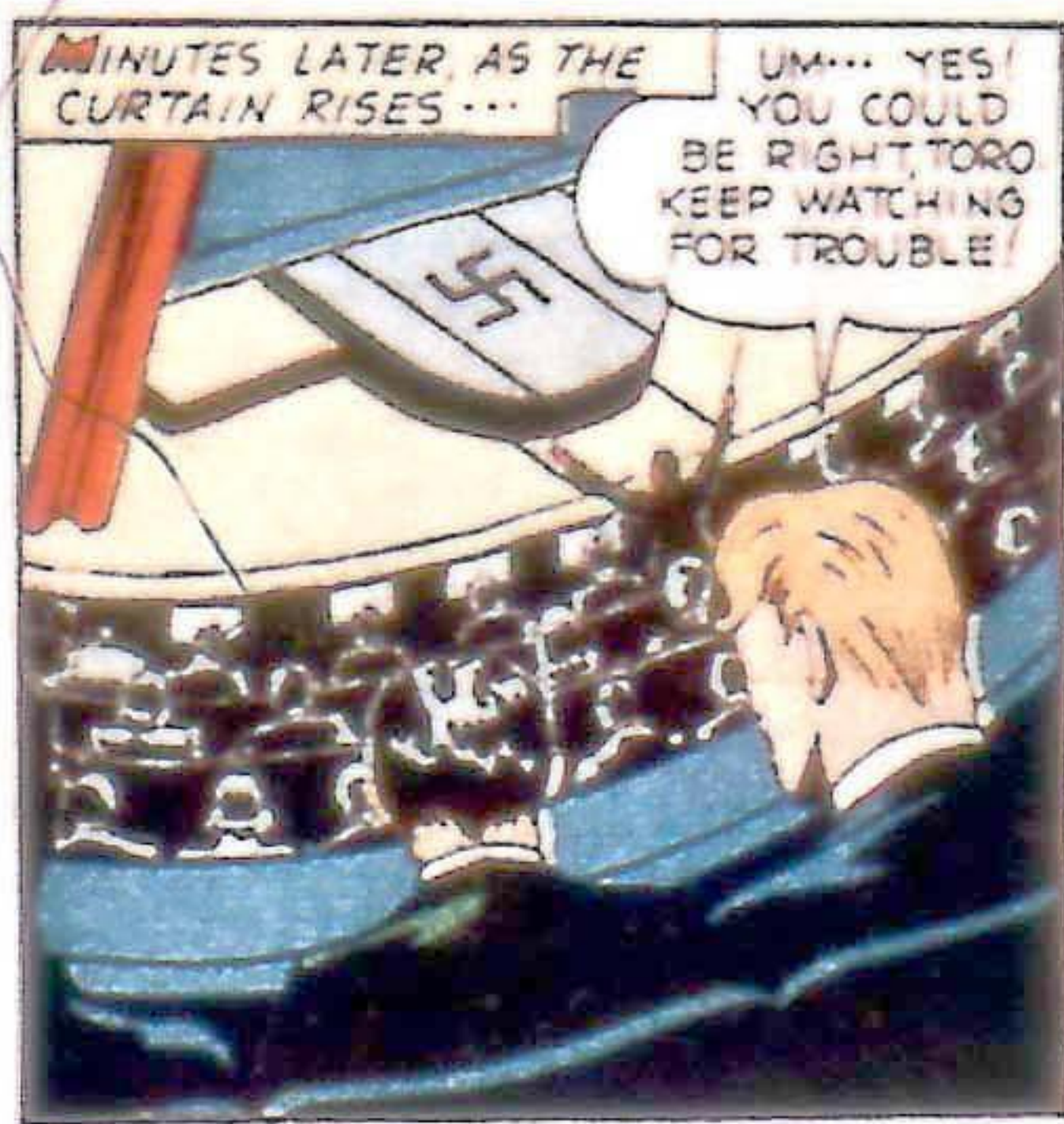
YAH-- THE TORCH AND TORO!

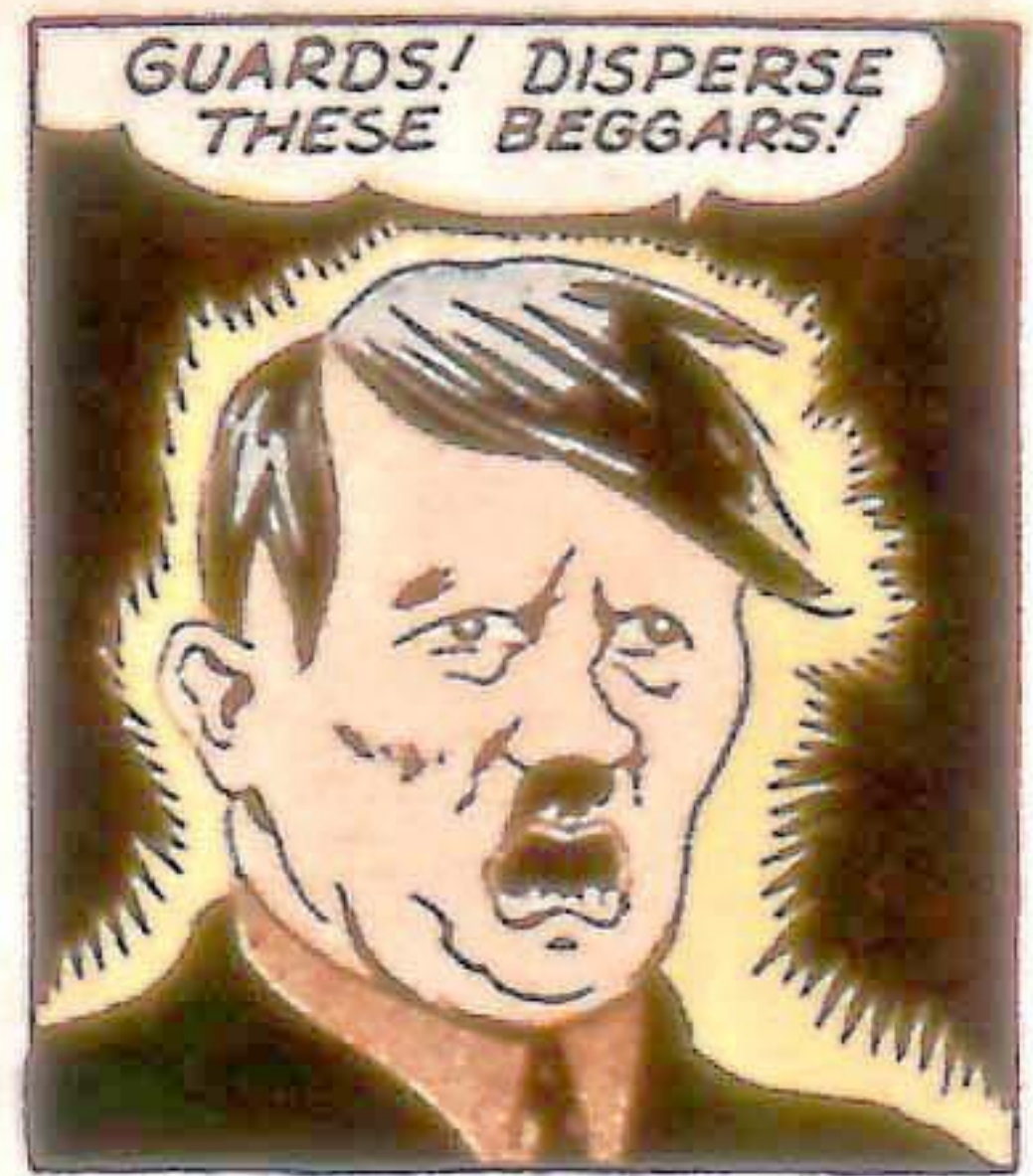
HEY! HANG ON!

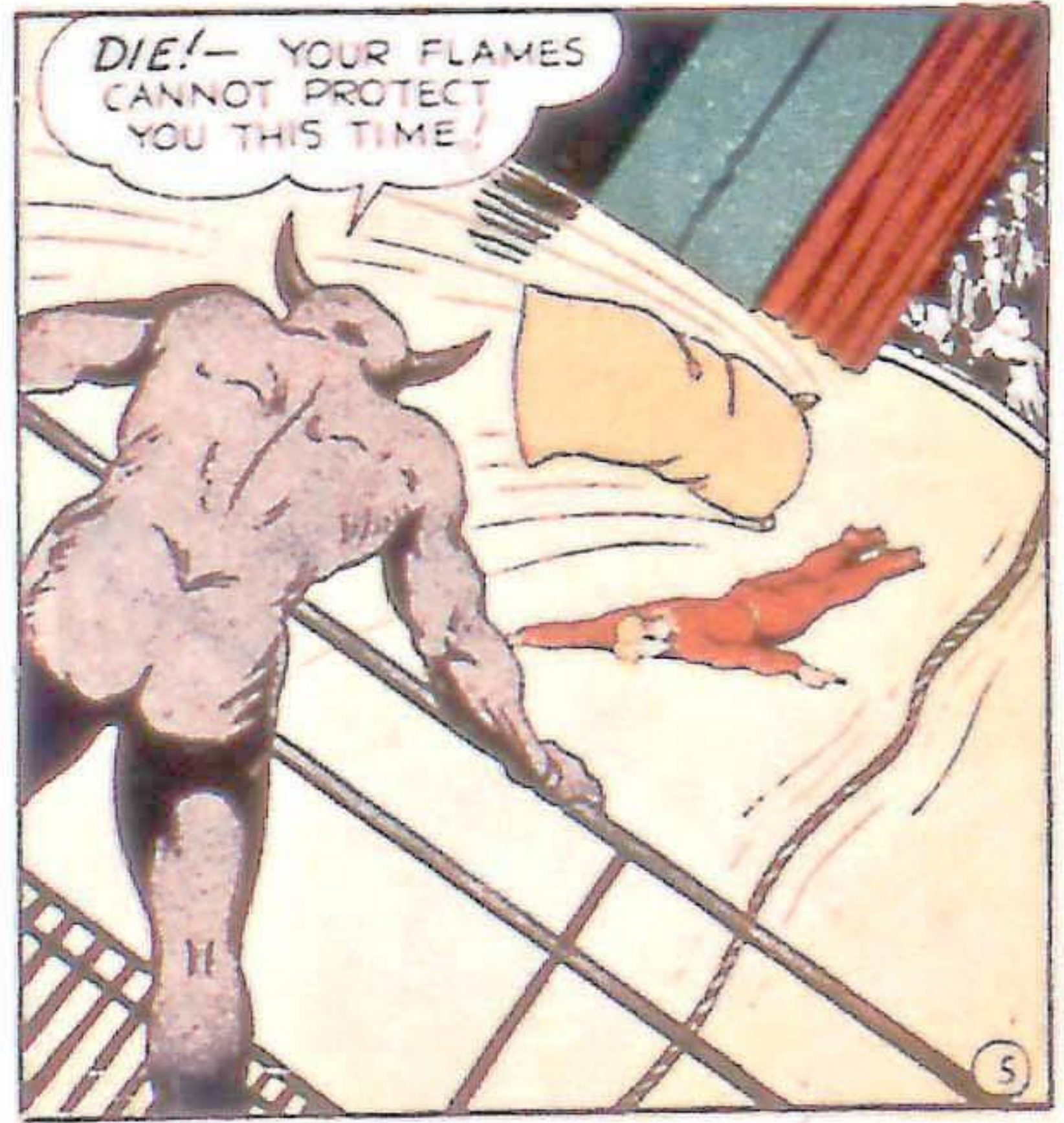
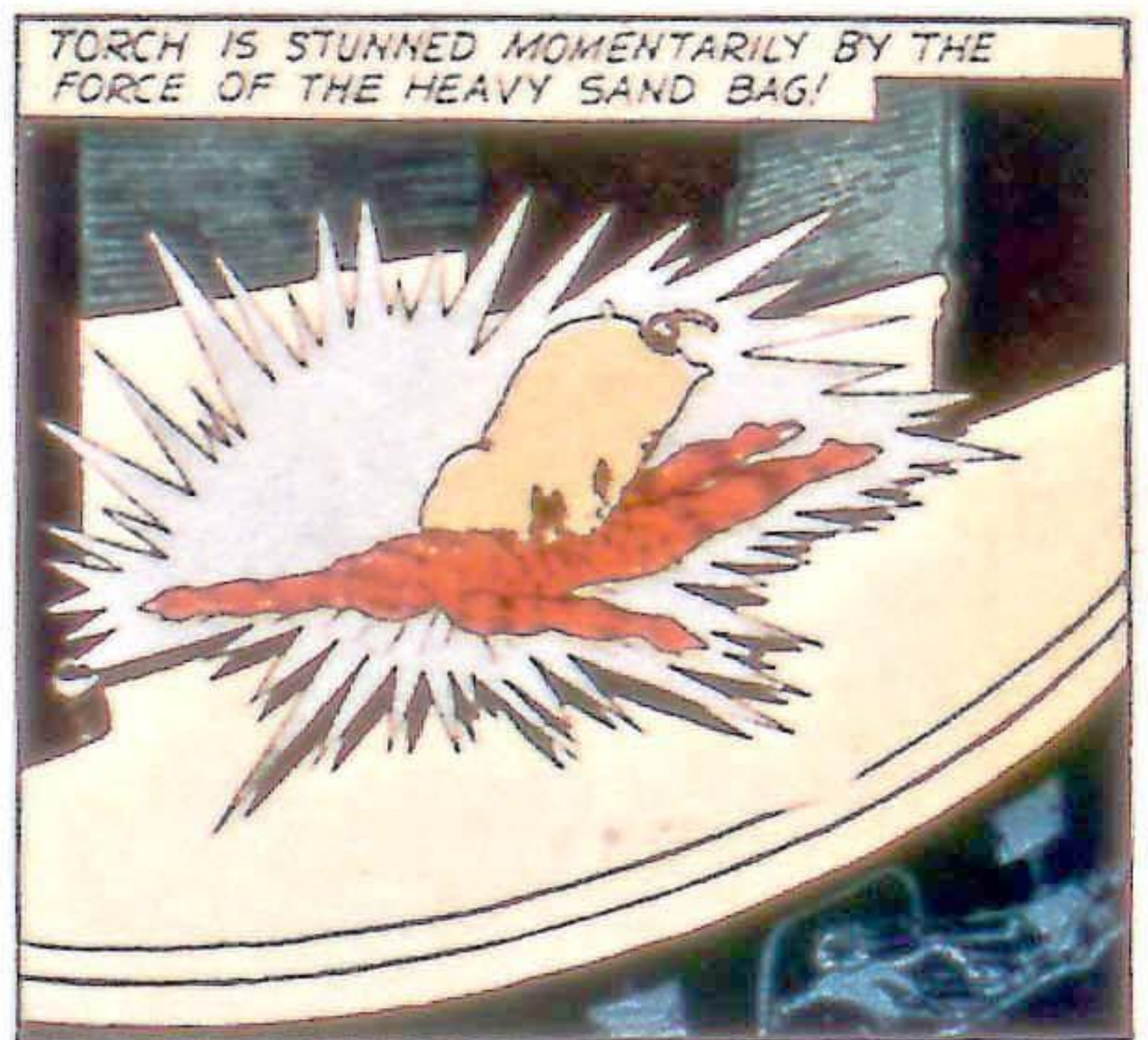
THE TERRORIZED MAN LOSES HIS GRIP AND...

TOO BAD!

YAGHRR!











THE BURNING BALLS OF FIRE SNAP THE ROPE... IT PARTS AND THE MEN HURTLE DOWN, CRASHING INTO THE SEATS IN THE ORCHESTRA, MORE THAN ONE HUNDRED FEET BELOW.



EVIDENTLY, THEY WERE TO PREVENT THE SHOW FROM GOING ON... IT IS A POWERFUL PIECE OF PROPOGANDA AGAINST HITLER!



MOON

THE SKY above the refinery was a sullen red glow and Sam Yankey fixed his eyes upon it as he walked through dimmed out streets. It felt good, after all these years of loafing, to get back in harness. Maybe the younger men were doing the actual fighting but, here at home, there was plenty for the old codgers to do. Although Sam didn't consider himself exactly old, he knew, after two weeks of pavement pounding, that he wasn't quite as young as he used to be. Sam Yankey shifted his blue eyes to the corner ahead of him.

Red Rawlins was there again, bold and inclined to be arrogant. Sam's bushy brows pulled together while a scowl fitted down tightly over his face. He didn't like kids hanging around corners at this time of the night. If the red-head were his . . .

"Nothin' to do but hang around killin' time?" Sam demanded, coming up behind Red.

"What's it to you?" Red demanded, turning swiftly. "I'm not doing anything."

"Exactly," Sam stated. "Doin' nothin' when there's heaps could be done. Kids like you—"

"Looking for another promotion? Trying to pin something on me?"

"Course not, Red. Just curious. I'm gonna meet up with you often, probably. Suppose I should call you Mr. Rawlins, eh?"

"Wise guy!" Red backed up a little, his grey eyes hard and unflinching. "Okay. If you don't mind—"

"I'll traipse along," Sam said. "Gets kind of lonesome—"

RED RAWLINS didn't answer. He turned and strolled slowly across the street, hands thrust into his pockets, his shoulders hunched forward. Sam saw he wasn't too warmly dressed. Just as he'd figured. One of the kids who lived down here in this district. Good kids inside, but kids who hadn't ever had much and probably never would, until they got fed up and tried to pull a job which would land them behind bars.

"Underneath," Sam lectured seriously. "you're probably aces. Trouble is you hang around with nothin' to do and before long . . . you get into hot water with the bulls. You can't beat the law, Red. It's made to protect you, but at the same time when you go against it—"

"Nuts!" Red Rawlins muttered succinctly. "You guys think—"

"We don't think, son. We know. I've seen plenty of kids get in trouble. Stay away from those other eggs. I could tell 'em a mile away. They're headed for trouble!"

Red growled, "They're okay. You've got them all wrong!"

"Why don't you do something? Get a job in defense? Or join up?"

"Join up? Huh. They won't let a guy now. Sure, I'd join up but before the old lady wouldn't let me . . . Defense? That's the bunk. I want action . . ."

"You'll get it hanging around. But it'll be the wrong kind!"

SAM YANKEY was convinced Red was okay. Bright kid, in fact. But nowadays, with the world what it was, with older people all in the air, and schools under-staffed, and so on, it was no wonder the kids got to wandering around into trouble.

Sam didn't want to see anything happen to Red Rawlins. You could almost always tell a guy by taking a good look at their map. You could almost tell just what was going on inside their hearts. Sam had Red Rawlins in one classification, the others of the gang in another. They were as different as night and day. Red . . .

It wasn't hard checking up on them. Sam concluded his investigations in the course of a morning down at headquarters, then got busy. The most important thing was that they had a "club" in a vacant warehouse which had been condemned by the fire department. Sam headed for it that night.

The crowd was lounging around on make-shift chairs and with a rickety table in the center of the room. A lantern burned, giving off yellow light and a stink. Cigarette smoke lay in clouds. Sam Yankey slid in through the door.

"Hey!" someone whispered. "The flat-foot!"

There was a tense moment of silence, then someone stepped forward, a dark-headed fellow, older than the rest, slouched and glowering.

"Okay, copper," he greeted. "Who invited you?"

"Nobody," Sam admitted confidently, blue eyes clamping down on the sullen face before him. He had this guy classified. . . . "Just thought I'd drop in. Lonesome out in the streets. Kind of a club you've got here, eh?"

"We've got enough members—"

"Don't want to join up," Sam.

interrupted steadily. "Y'see . . . it isn't too good for you fellows to hang around here much. The place was condemned. Should have been pulled down years ago. When I was a harness bull—"

Behind Sam the door opened and he moved aside, feeling the draft on the back of his neck. A second later Red Rawlins stepped into view and Sam's heart took a nose-dive.

Red said, "What's up?" He turned quickly to face the other, said, "Steve, this guy—"

"I know!" Steve snarled. "I had an eye on you two last night. Pretty chummy. Nice stuff. How come he found out about this so easy? Tell me that!"

THE AIR was tense. Sam flexed his arms cautiously. Trouble was brewing, real trouble. Red Rawlins was okay. Sam didn't want to see him get hurt—

Something crashed down on Sam Yankey's head and for a split second he saw Steve's grinning face before him. Sickening pain ran down through his body, then blackness relieved him and he hit the floor.

Sam Yankey opened his eyes. The stink and sight of smoke in yellow lamp light came back to him, the mutter of voices.

"Some flat-foot!" he said. "Imagine! A dick without a rod. You must think you're pretty good, old man."

"Okay," Sam said painfully. "Round one's yours, son. How about round two?"

"In the bag. You're out . . . for the count. You stay here, see? We've got business to attend to. We're not coming back here, so you won't have company. You stay here till you're done for. Nobody ever comes around. Sorry I can't stay to chew the rag!" Steve laughed.

"We'll leave the light on—so y'wont get lonesome!"

Sam Yankey twisted his body around and started to roll. It made his head throb like blazes but he kept it up till he reached the table. Getting onto his feet was another job, but he finally managed it, leaned back against the table, forcing his bound hands out behind him.

It took guts to burn the ropes through. Sam Yankey felt the sweat all over his body, and had to grit his teeth to go through with it. But it was over finally and he was free. . . .

TONY'S STATION was dark. Sam Yankey circled place. He saw that the windows had been painted over. Whoever had done it had taken great pains. But the smell of a car's exhaust came to Sam and he knew that inside there was light and. . . .

Sam was proud of his accomplishments as a guardian of the law. At the same time a cop had to be able to get into places . . . unnoticed. Sam did it now. He slid forward to a door. He wasn't armed and ahead lay trouble. . . .

Sam opened the door. He saw drums before him, oil drums ordinarily. They acted as a shield and he slid through and closed the door. The purr of truck motors came to him. Voices—

There were milk trucks out there. And milk cans. But there wasn't milk in them. The liquid being poured out was clear and the smell of raw gas was heavy. He pressed forward. . . .

Someone said, "Well, I'll be—hold it, copper! That's it! March. Hey, Steve!"

They were surrounding him then. Steve was glowering, his long heavy arms hanging loosely at his sides. Tony was there. Sam looked at him quickly, tagged him as a crook, and shifted blue eyes back to the sullen face before him.

Steve said, "I figured we should have dumped him—"

A horn sounded briefly. Someone else said, "Hold it. That's probably Red with his load—"

It was Red. When the big doors were back a milk truck rolled inside. Red dismounted, his young face looking pinched and hard. He advanced to the group. . . .

"Your pal," Steve said, turning back to Sam. "Well, there's only one way—Okay, Mike!"

For the second time that night something hit Sam Yankey and Sam hit the floor.

Sam Yankey opened his eyes, sputtering as something sharp and hot was forced between his lips. He sat up, gasping for breath, as a blue clad figure straightened, grinning.

"Just take it easy—"

Red Rawlins appeared then, his young face worried, perplexed.

"You young hellion!" Sam sputtered. "After all my lecturin' you went right ahead and did it—"

A slow flush mounted Red Rawlins' face and he ran long fingers through sandy hair nervously. "I was coming back for you," Red blurted. "Shucks, I wouldn't have left you there. Not like that. I—well—" He stopped. One of the cops laughed.

"Okay, kid. Red came for us. Loaded us into a milk truck. Said there was smuggling or something going on. He drove us here and we got out just in time for the fire works. See?"

Sam Yankey steadied himself against an oil drum. "I didn't think," he muttered, "that I could be wrong about Red. I had him tagged—"

Red laughed. "You're some talker all right. I—shucks, if I hadn't believed you, where'd you be now?"

The End.

**NOW ON SALE
EVERYWHERE!**

**NOW ON SALE
EVERYWHERE!**

YOU FELLOWS
WILL GET
HURT!



TERRY-TOONS

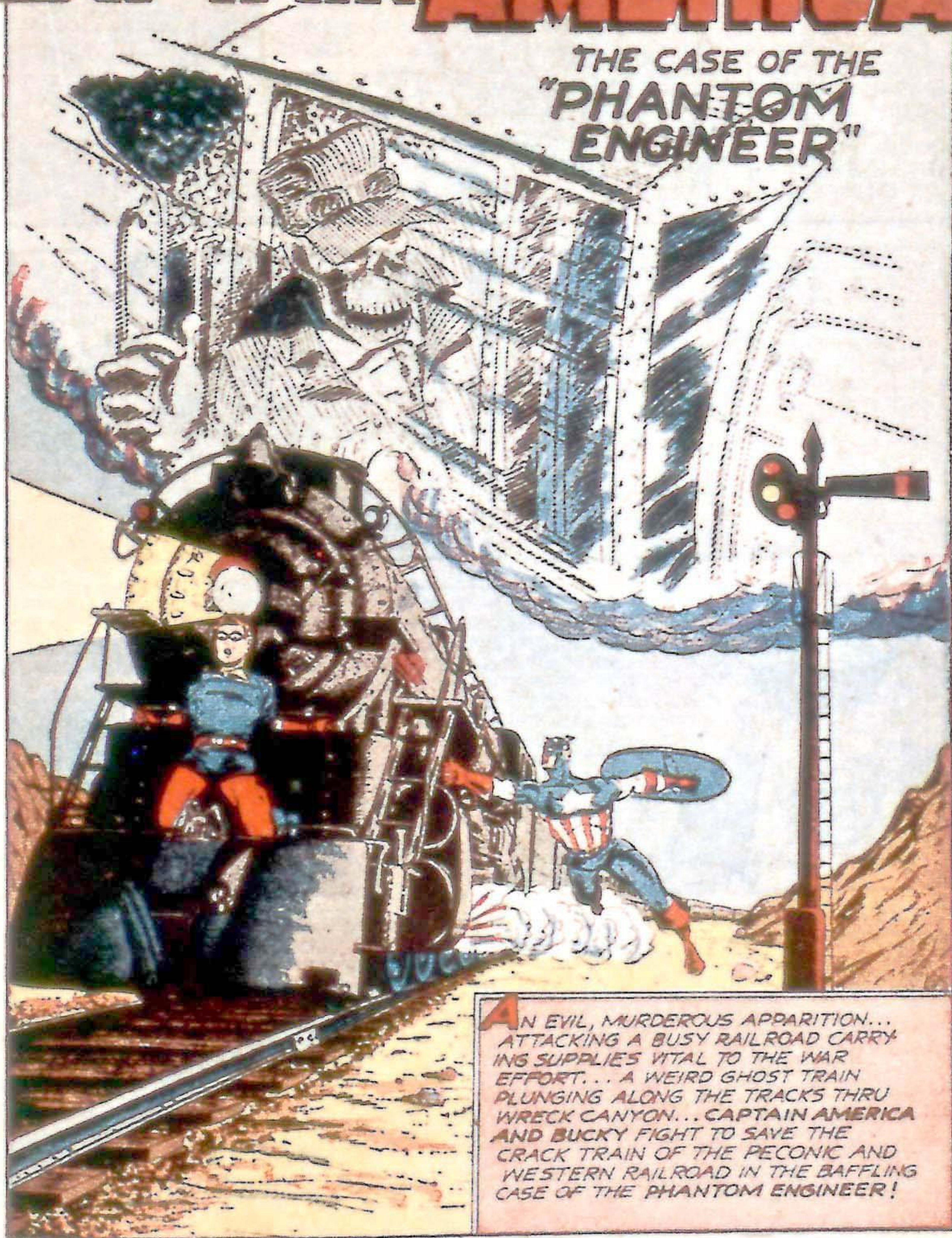
10¢

COMICS

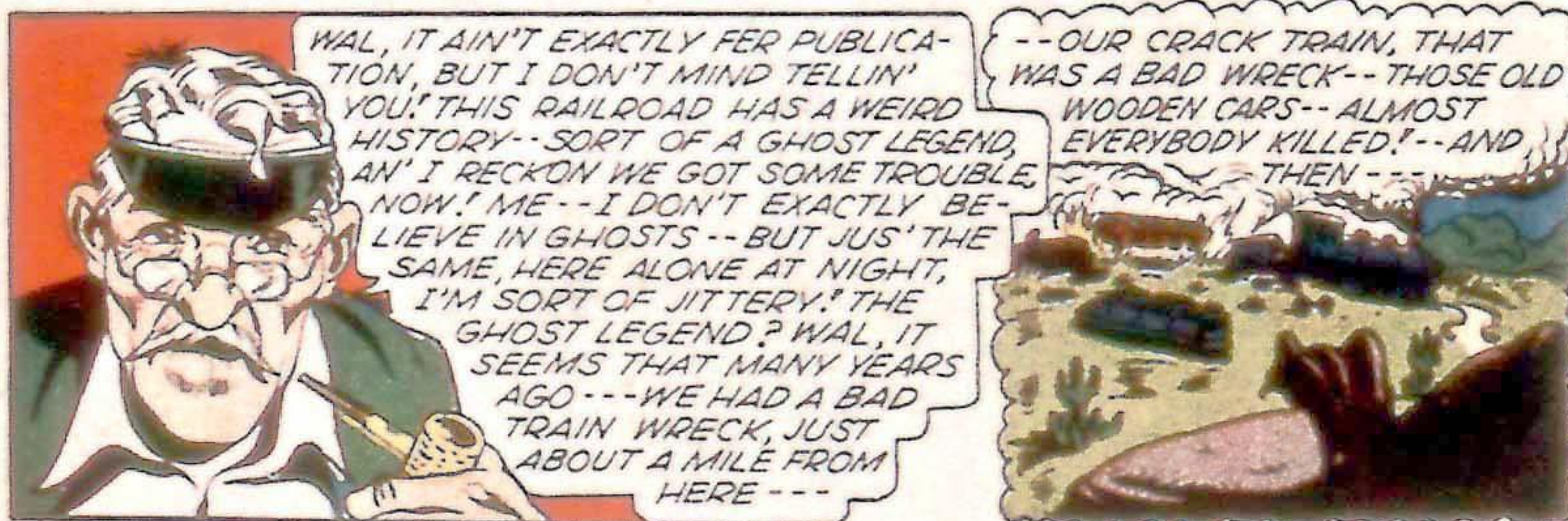
DIRECT FROM THE SCREEN TO YOU!

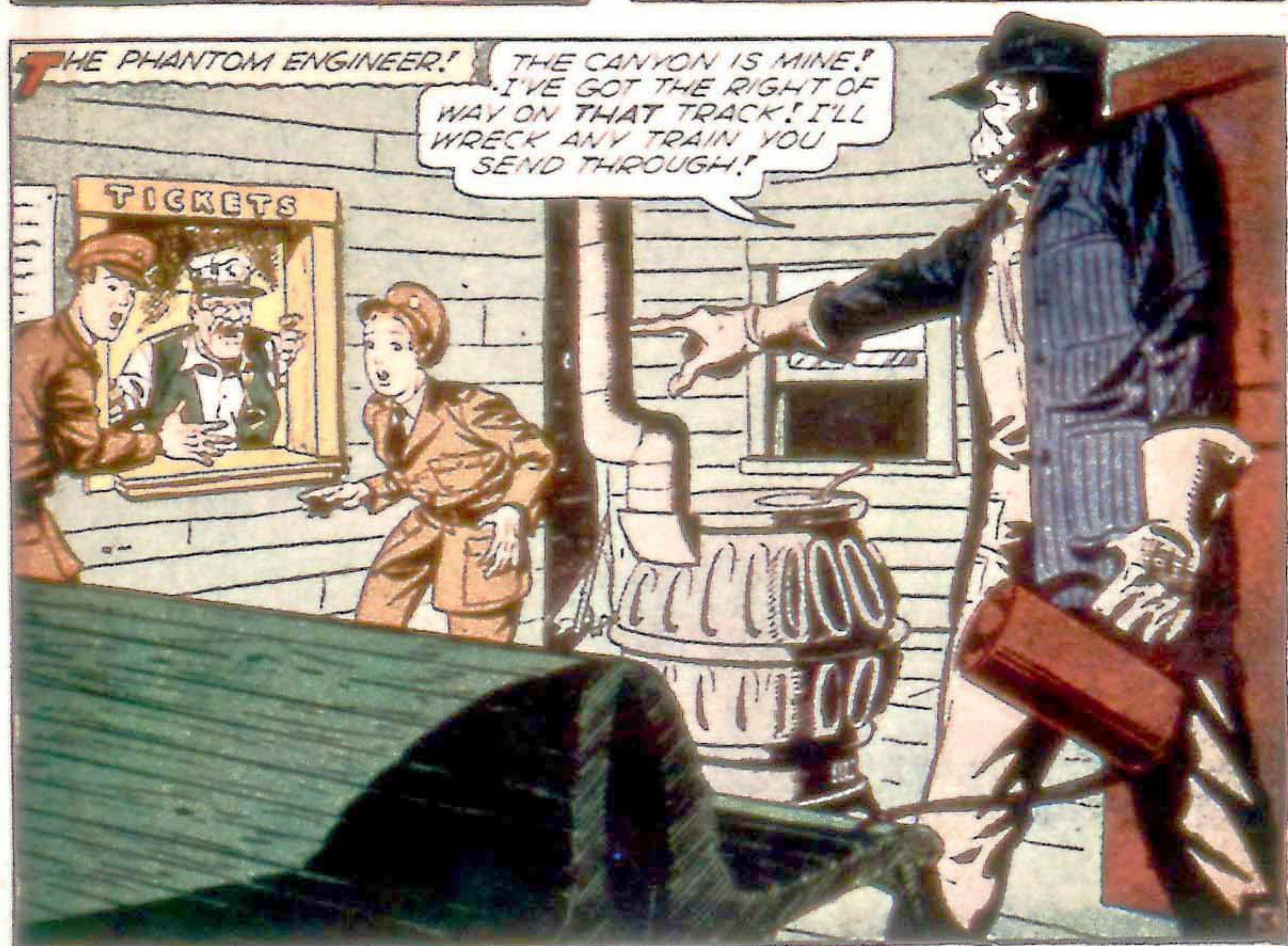
CAPTAIN AMERICA

THE CASE OF THE "PHANTOM ENGINEER"



AN EVIL, MURDEROUS APPARITION... ATTACKING A BUSY RAILROAD CARRYING SUPPLIES VITAL TO THE WAR EFFORT... A WEIRD GHOST TRAIN PLUNGING ALONG THE TRACKS THRU WRECK CANYON... CAPTAIN AMERICA AND BUCKY FIGHT TO SAVE THE CRACK TRAIN OF THE PECONIC AND WESTERN RAILROAD IN THE BAFFLING CASE OF THE PHANTOM ENGINEER!







I-I'D BETTER PHONE MR. BLAKEMANN-- HE LIVES IN THE VILLAGE NEAR HERE! HE'S OUR DISTRICT TRAFFIC MANAGER-- AN' I'M GONNA TELL HIM!



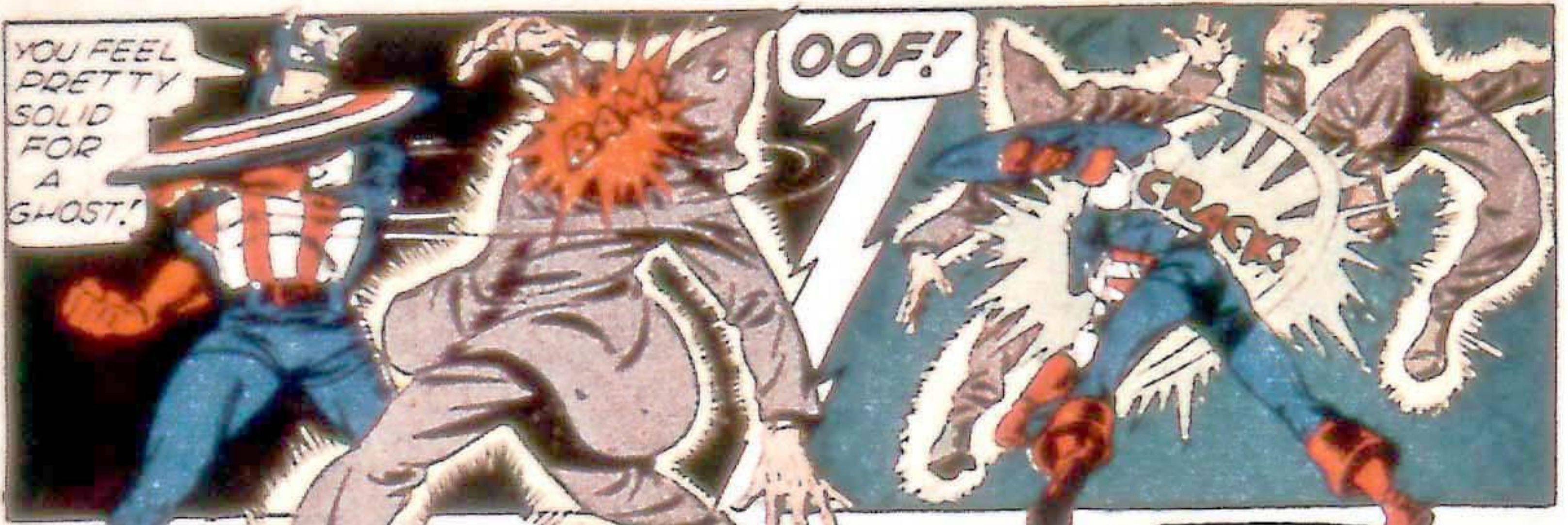
AND PRESENTLY, WHEN THE NEWS HAS SPREAD, THE FAMILIES OF THE TRAIN CREWS FROM THE NEARBY VILLAGE COME TO PROTEST!



A FEW MINUTES LATER -- PETER BLAKEMANN, DISTRICT TRAFFIC MANAGER, ARRIVES TO PACIFY THE CROWD!







YOU FEEL
PRETTY
SOLID
FOR
A
GHOST!

OOF!

CRACK!



SO THEY'RE
HUMANS, EH?
WELL!
WELL!

SOCK!

GOOD WORK,
KID--THAT'S THE
LAST OF THEM!



WHAT MAKES 'EM
GLOW
CAP?

A RADIUM DIPPED
ROBE, TO GLOW IN
THE DARKNESS.
LET'S SEE WHAT
HE REALLY
LOOKS
LIKE!

LOOKS
LIKE A
NAZI, EH
CAP?



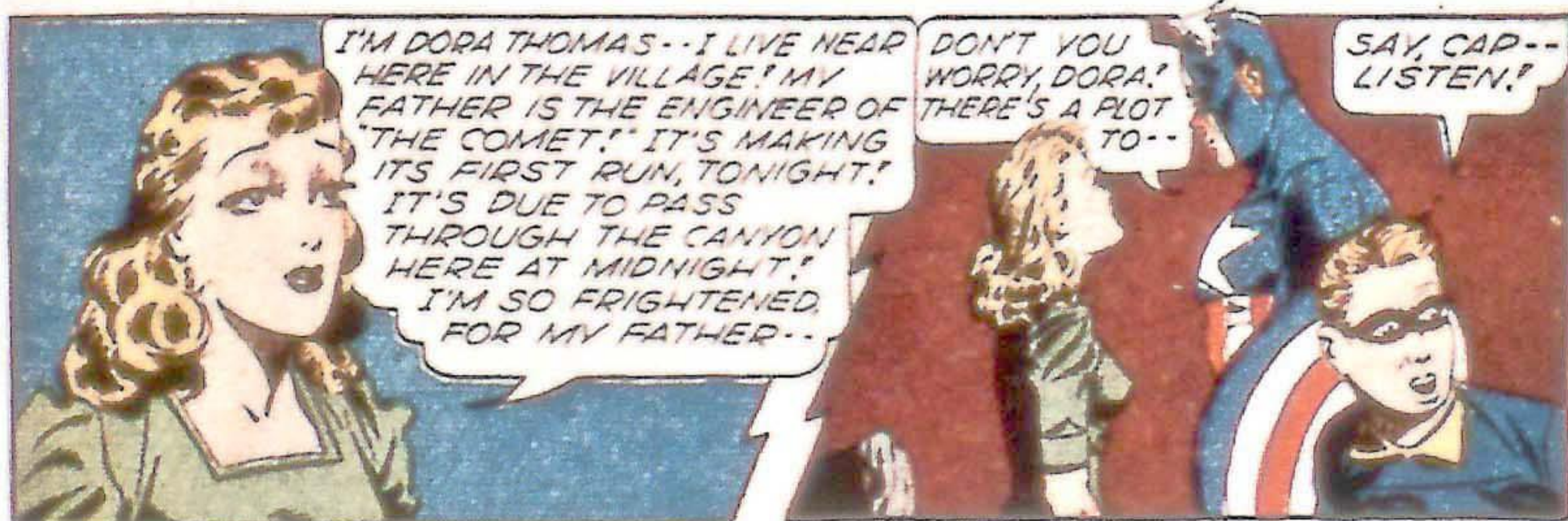
I GET THE IDEA NOW! NAZI SABOTEURS! TAKING
ADVANTAGE OF THAT GHOST TRAIN LEGEND TO
FRIGHTEN THE TRAINMEN! DISORGANIZING THE RAIL-
ROAD--HINDERING OUR
WAR EFFORT!

AND THAT
PHANTOM ENGINEER! HE
MUST BE THE LEADER!
WE OUGHT
TO NAB
HIM, CAP!

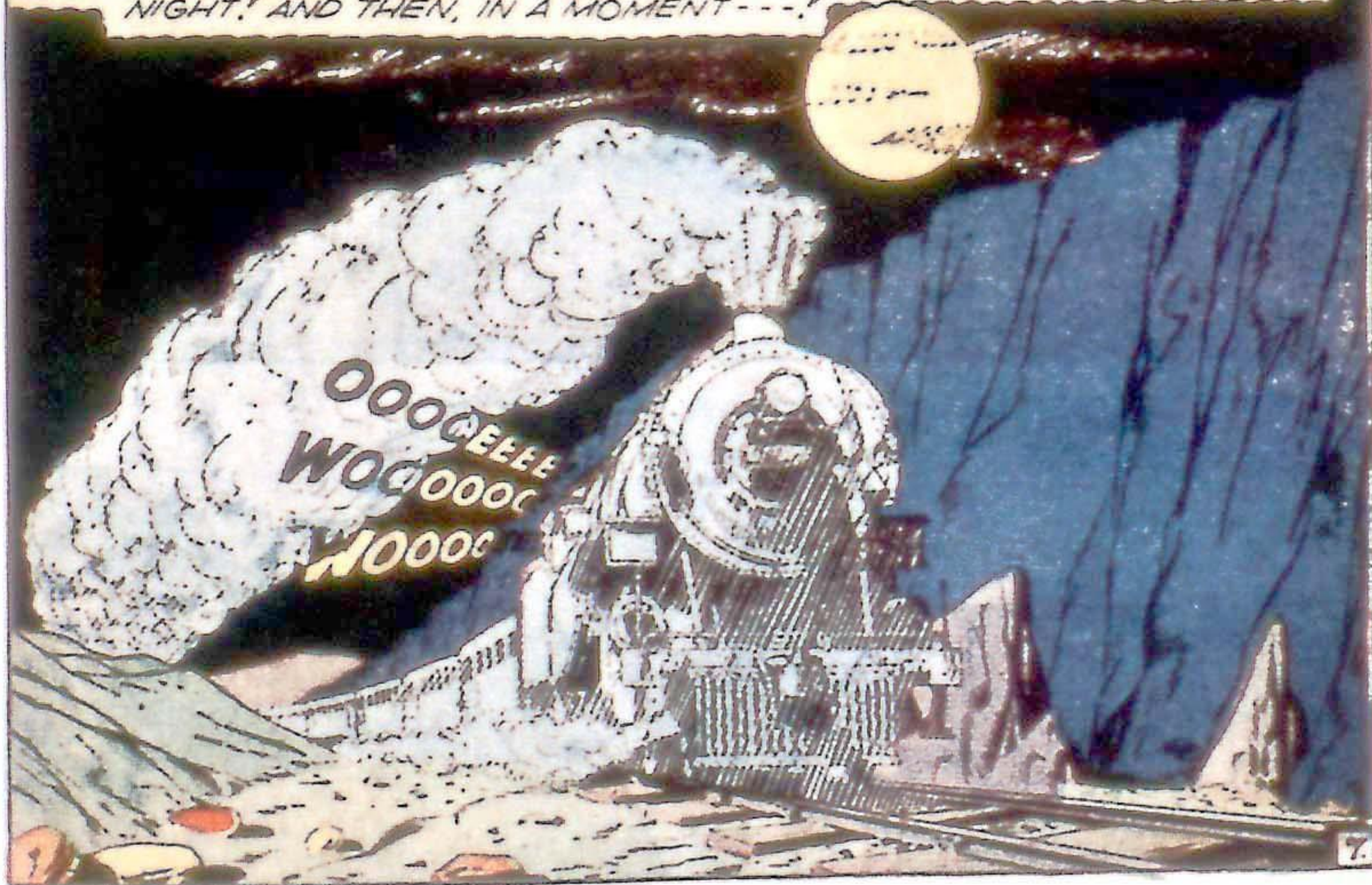
THEY'VE GOT A HIDEOUT
HERE PROBABLY! AND--

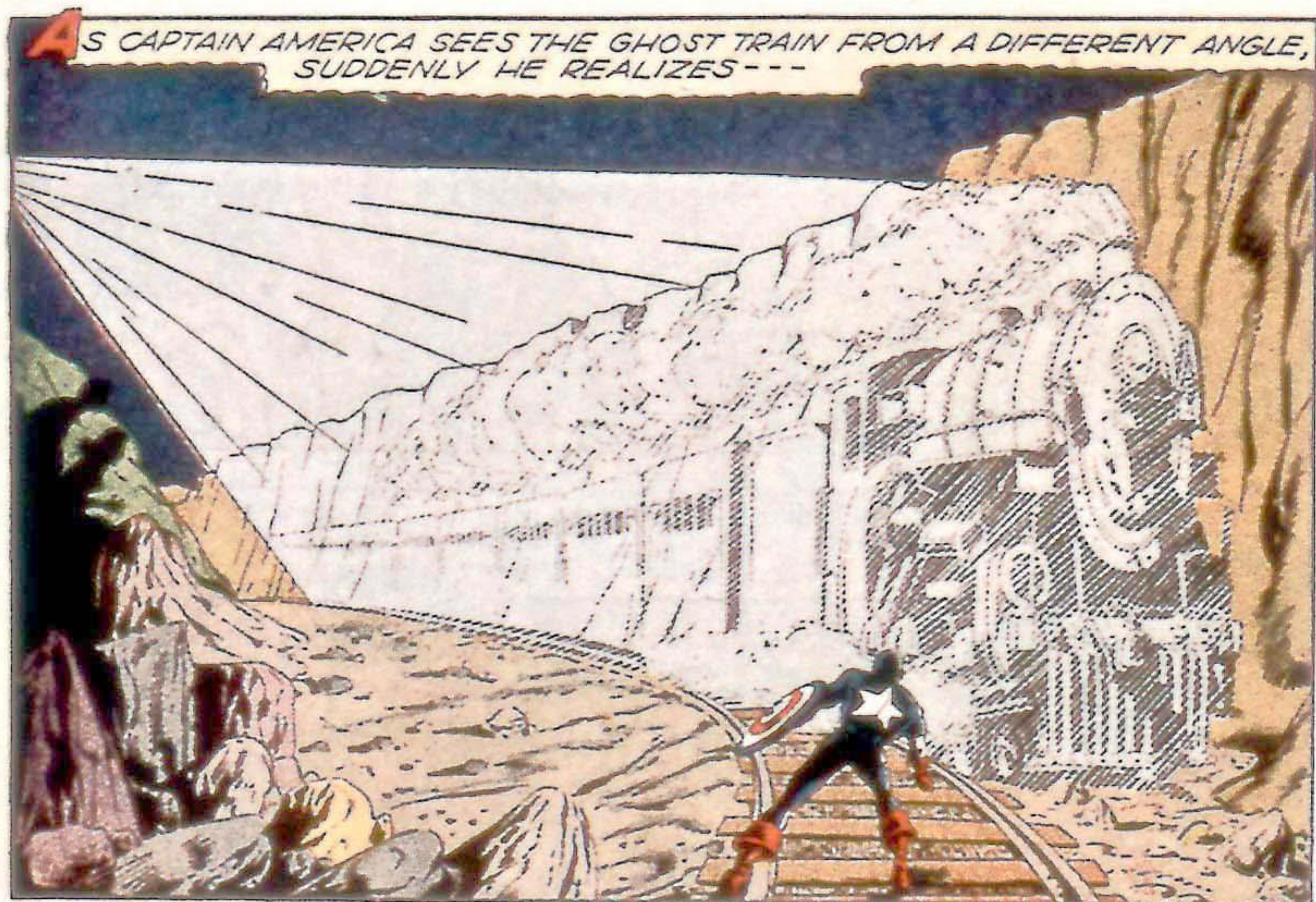
CAP! LISTEN!

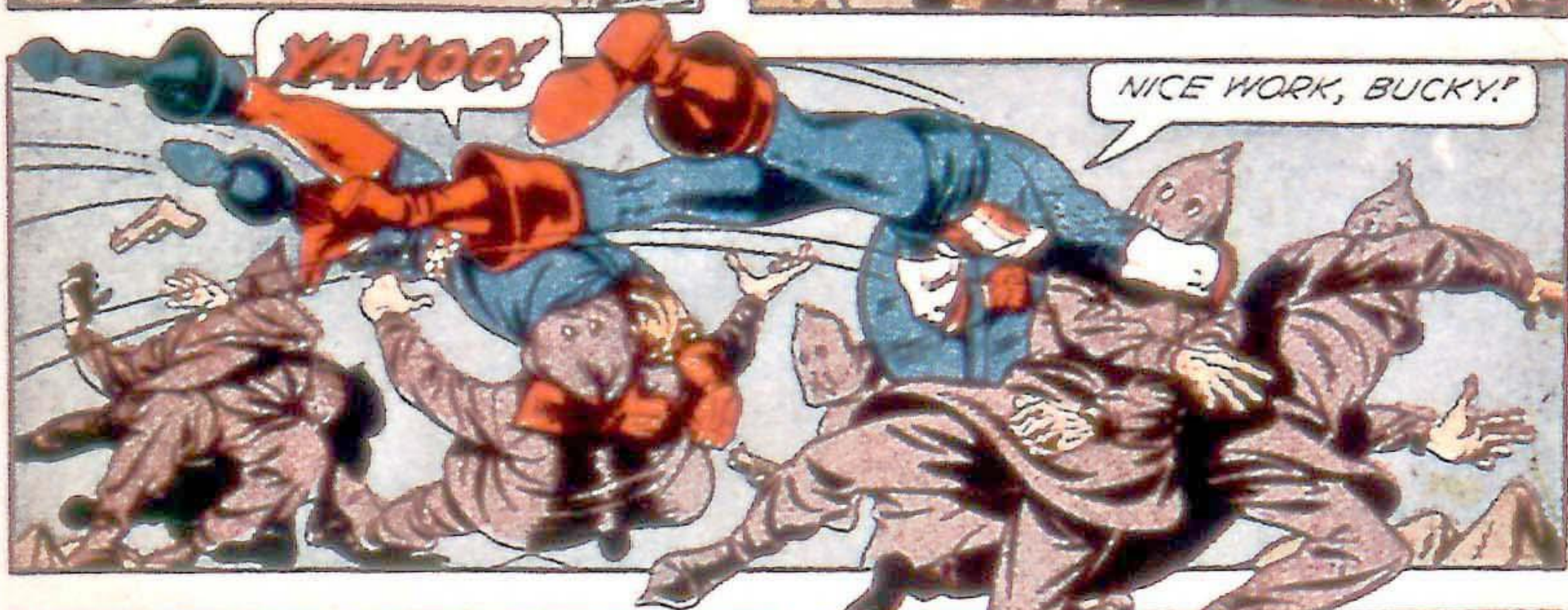
CAPTAIN
AMERICA!
CAPTAIN--
PLEASE--



SUDDENLY, FROM FAR AWAY OVER THE DARK HILLS--THE MOURNFUL EERIE SOUND OF A GHOSTLY TRAIN WHISTLE PIERCES THE STILLNESS OF THE NIGHT! AND THEN, IN A MOMENT--









SUDDENLY, A DARK SHAPE LOOMS UP
BEHIND CAP!



THE PHANTOM ENGINEER!

HEH! HEH! EIGHT
MINUTES, BUT
YOU'LL
NEVER
REACH
THERE
AT ALL!

WHAT
TH--
HOW-?



HAN!

KEEP
PUMPING,
BUCKY!



IN A PRECARIOUS SITUATION ON
THE SPEEDING HANDCAR AND
PRESSED FOR TIME-- CAPTAIN AMERICA,
EXERTING HIS FULL STRENGTH, LANDS
A BONE CRUSHING BLOW!



LET'S
SEE
WHO
YOU
ARE!

PETER BLAKEMANN, THE
DISTRICT TRAFFIC MANAGER!
A NAZI SPY! -- GOT HIM-
SELF A JOB WITH THE RAIL-
ROAD -- EH? WELL, HIS
RAILROAD DAYS ARE
OVER!



THERE'S THE WHISTLE OF
THE COMET, CAP! THE
STATION'S RIGHT AHEAD
OF US-- WE'RE IN TIME,
IF WE CAN SET THE SIGNALS,
OR FIND FLARES--

WE'LL
HAND
BLAKEMANN
OVER TO
THE STATION
AGENT-- HE CAN
CALL THE F.B.I.
TO PICK THIS
RAT UP!



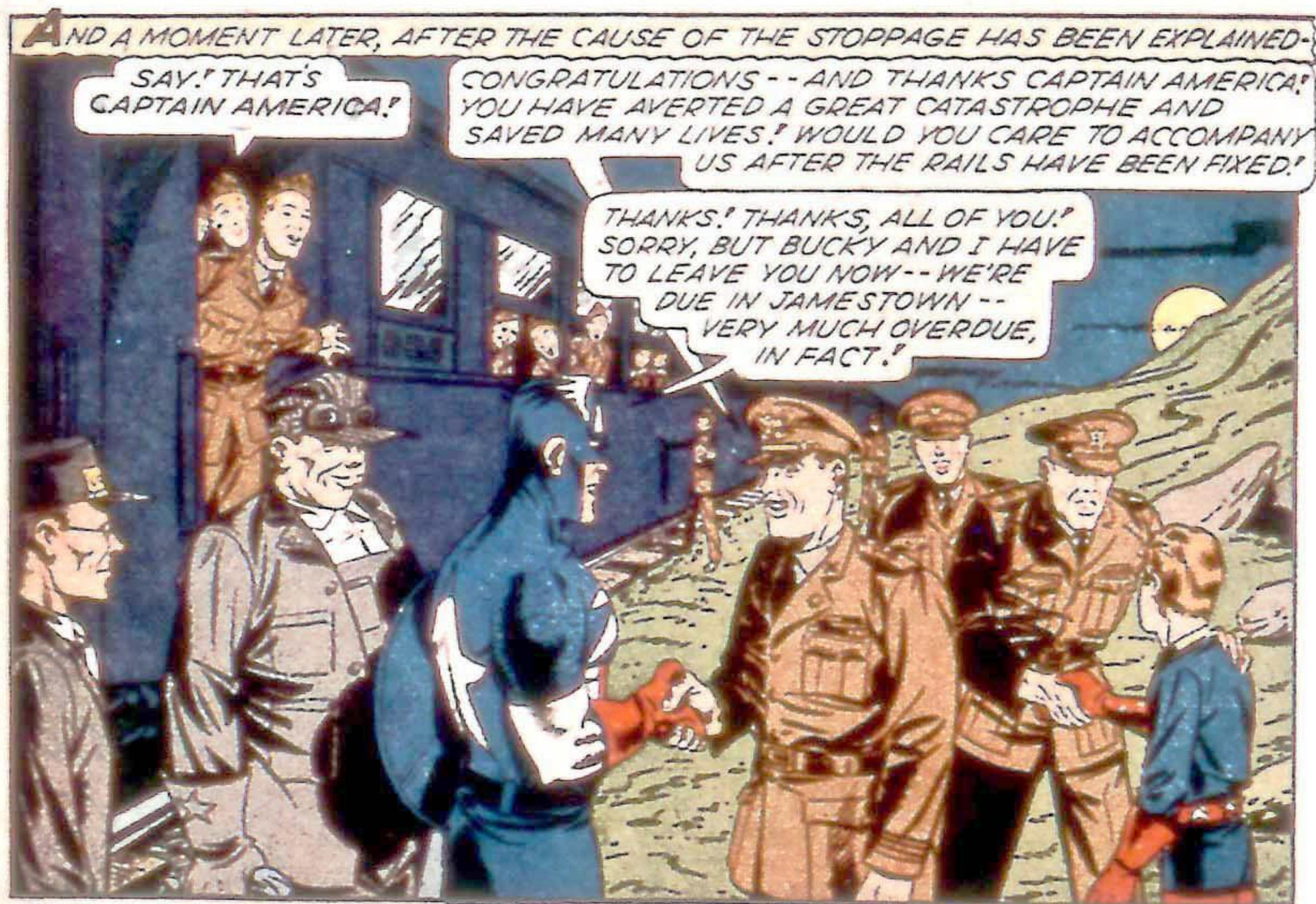
HURRY! WE'VE GOT TO STOP THE COMET!
IT'LL BE WRECKED! THE RAILS ARE SPREAD!
GET ME SOME FLARES AND THEN CALL THE
F.B.I. -- I'VE GOT THE
SABOTEUR! HE'S UNCON-
SCIOUS BACK THERE ON
THE HANDCAR-- HURRY!



HERE SHE COMES,
CAP! HURRY!
HURRY!

HAVE TO
GET BEYOND
THE CURVE OR
THEY WON'T
SEE US IN
TIME!





FOLLOW THE THRILLING ADVENTURES OF CAPTAIN AMERICA AND BUCKY IN NEXT MONTH'S ISSUE OF CAPTAIN AMERICA.....

THE END

CAPTAIN AMERICA

in
"THE CASE OF THE
HEADLESS
MONSTER"



CAPTAIN AMERICA
AND BUCKY PIT THEIR
SKILL AGAINST THE
NAMELESS THING, FAC-
ING GRUESOME HOR-
RIBLE DEATH TO SOLVE
THE WEIRD CASE OF
THE "HEADLESS
MONSTER."

Drawn By:
SYD SHORES
Rendered By:
VINCE ALASCIA



IN CAMP, UP IN THE RAMAPO HILLS, PRIVATES STEVE ROGERS AND BUCKY BARNES----

THAT WEIRD THING IS STILL AT IT! POLICE ARE BAFFLED! LOOK WHAT IT DID LAST NIGHT! AND TONIGHT----

THEY'RE SAYING NOW IT'S SOMETHING SUPER NATURAL! IT CAN'T BE! I DON'T BELIEVE IN GHOSTS-- WITH HEADS OR WITHOUT HEADS!

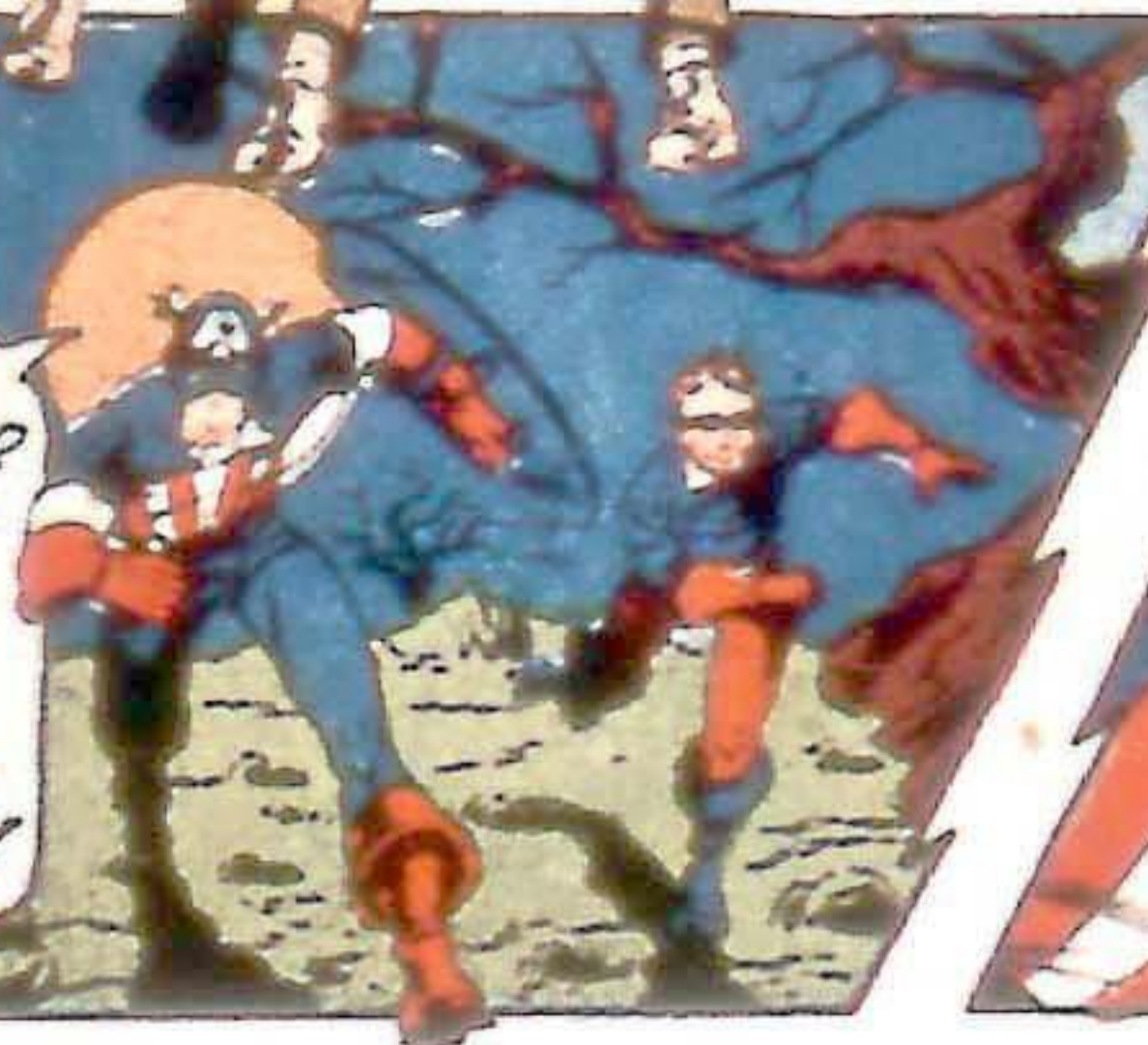
I WAS THINKING---WE'VE LET THIS GO PRETTY FAR! STEVE, LISTEN--THE TIME HAS COME----

FOR CAPTAIN AMERICA TO TAKE A HAND! RIGHT, BUCKY!



LATER-- THAT NIGHT--

THE HEAD-LESS MONSTER HAS SEVERAL TIMES BEEN REPORTED NEAR THE GLEN CAVES-- UP THIS WAY!



SUDDENLY, THE TWO ADVENTURERS COME TO AN ABRUPT STOP!

LOOK! THERE IT IS!

I J-UST REALIZED, M-MAYBE IT'S SUPER NATURAL AN' YOU C-CAN'T KILL IT!



WITHOUT WAITING TO BE ATTACKED, THE MONSTER PLUNGES OUT READY FOR BATTLE!



NOW WE'LL SEE WHETHER YOU'RE SUPERNATURAL OR NOT!



UNDER CAP'S VIOLENT BLOWS, THE MONSTER ONLY STAGGERS--IT DOES NOT FIGHT BACK!



AND THEN SUDDENLY--A SIDE SWEEP OF THE MONSTER'S LONG ARM--



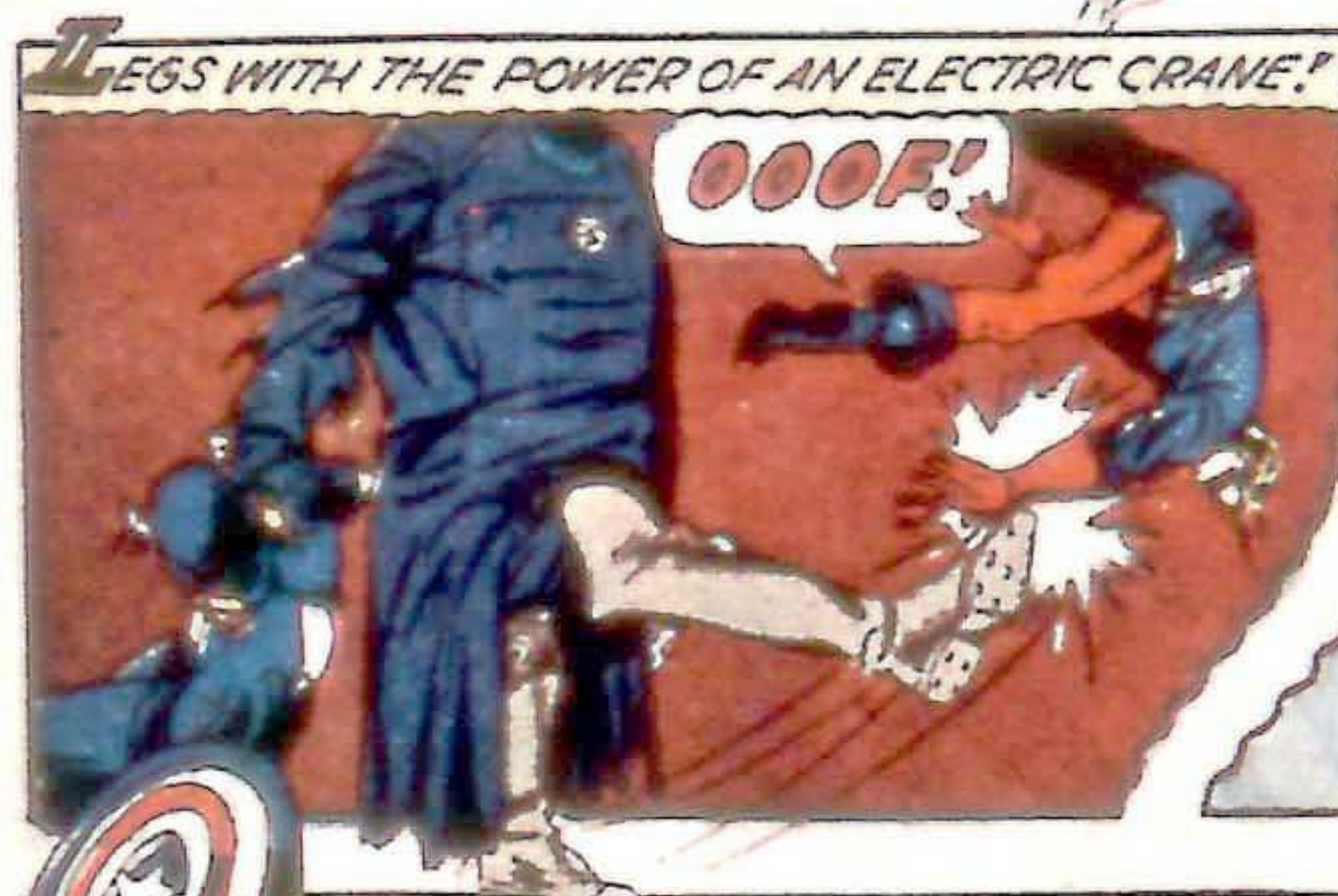


WEIRD, GRUESOME STRENGTH ---



BUCKY SPRINGS INTO ACTION!

HOLD ON, CAP! I GOT 'IM!



OOOF!



DESPAIRINGLY, CAP BREAKS LOOSE, AND--

TRY ONE IN THE MIDDLE!



LOOK OUT, BUCKY!

THE MONSTER BENDS MOMENTARILY, UNDER THE CRUSHING BLOW OF CAPTAIN AMERICA, BUT THEN IS ERECT WITH ITS HUGE ARMS SWINGING--



LOOK! THERE IT GOES!

CERTAINLY A WEIRD FIGHTER! WHAT IS IT, CAP? HUMAN--- OR WHAT?



HELP! HELP! IT'S GOT ME! HELP!

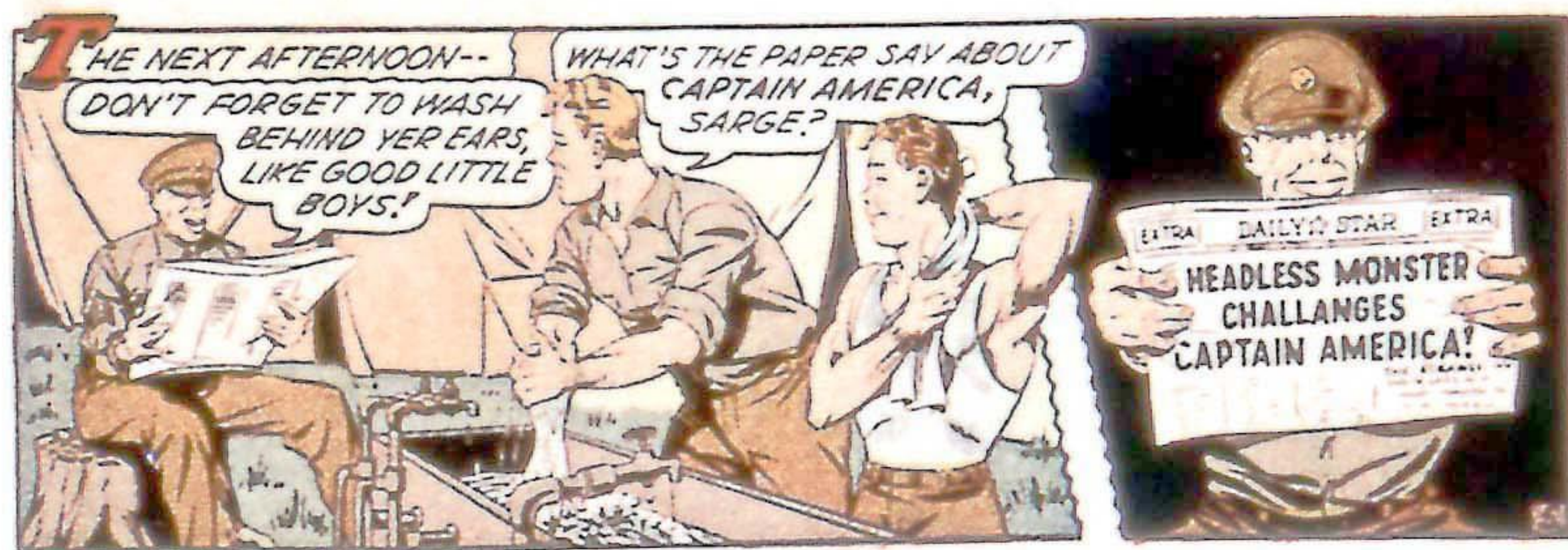
GOOD LORD! IT'S GOT A VICTIM IN THERE! COME ON, BUCKY! WE'RE GOING IN!



CAP! CAP, WHICH WAY DID IT GO? I CAN'T SEE ANYTHING!

LISTEN! SOMEBODY'S GROANING!

OHH-H-H!



SEEMS THIS HEADLESS MONSTER THING LEFT SOME NOTES AROUND TOWN LAST NIGHT-- SEEMS HE-- IT'S ABLE TO WRITE SO IT AIN'T NO GHOST! TAKE A LOOK!



If Capt. America aint a coward, maybe he'd like to know about me visitin' the Playground Amusement Park tomorrow night? Hey, Cap. -- Are you afraid of the dark? Coward, you know you are -- so, beware!
The Headless Thing

AND THAT SAME EVENING--

BUCKY SAID-- CAPTAIN AMERICA WILL SURE HAVE A FIGHT ON HIS HANDS? I'M BEGINNING TO THINK THE SARGE IS RIGHT, EH BUCKY?

YOU SAID IT!

ARE YOU AFRAID OF THE DARK? QUEER THING TO ASK US!

IT MIGHT BE SOME CLUE AS TO WHERE HE'S HIDING AROUND HERE? BUT I CAN'T IMAGINE--



AND EVENING AT THE PLAYGROUND AMUSEMENT PARK--

WELL, HE SAID HE'D BE HERE! BUT THERE'S NO SIGN OF HIM?

IN THAT NOTE, HE SAID, "ARE YOU AFRAID OF THE DARK?" I CAN'T FIGURE WHAT HE MEANT BY THAT?



SUDDENLY, EAR-PIERCING SCREAMS ECHO THROUGHOUT THE CROWDED AMUSEMENT PARK--?

LOOK! THE ROLLER COASTER!



LOOK, KID! THAT'S WHAT CAUSED THE WRECK! AND IT WASN'T AN ACCIDENT!



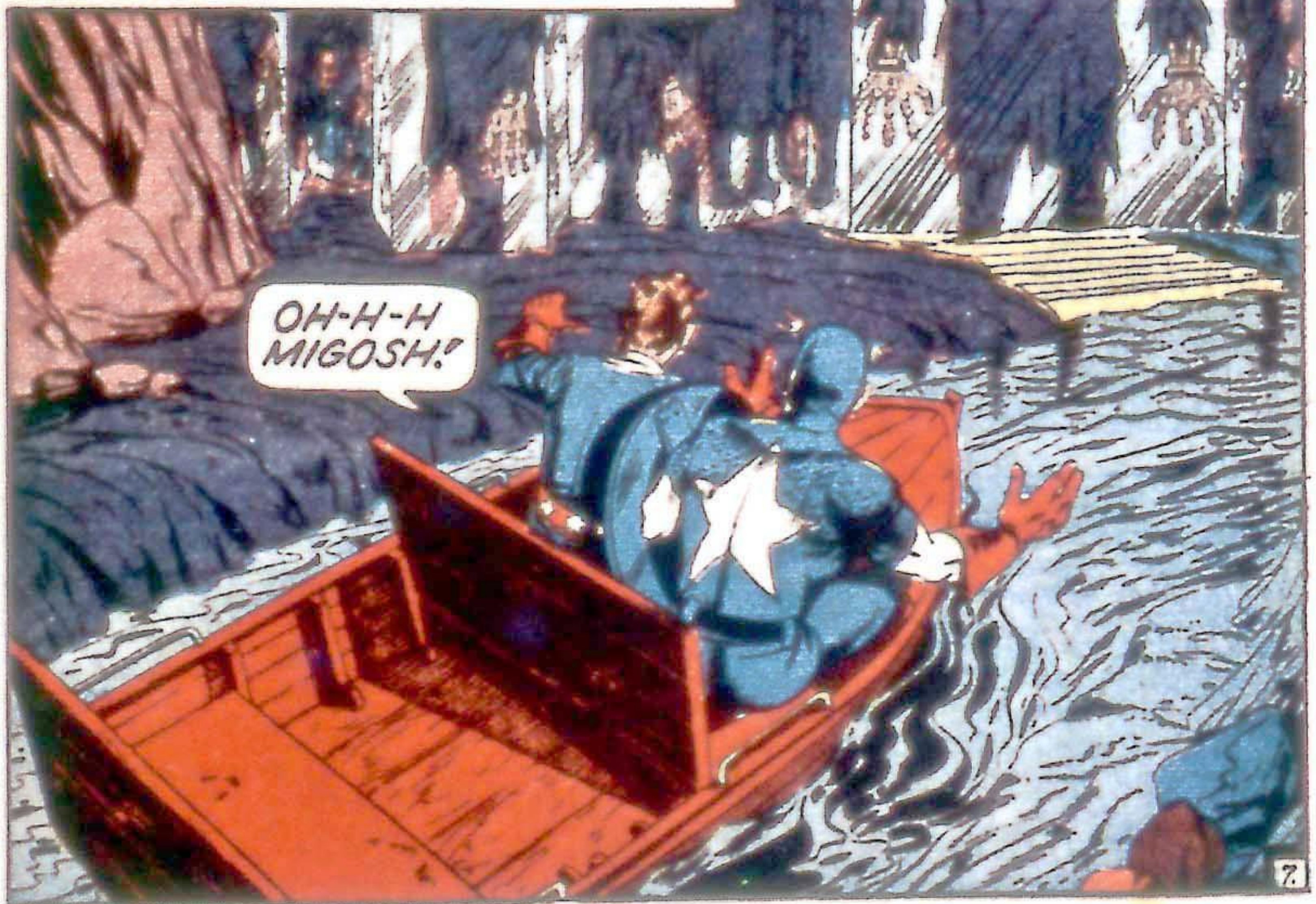
CUT BY THE MONSTER'S STEEL FINGERNAILS, BUCKY! I OUGHT TO KNOW ABOUT THOSE STEEL FINGERS! THEY NEARLY FINISHED ME, LAST NIGHT!

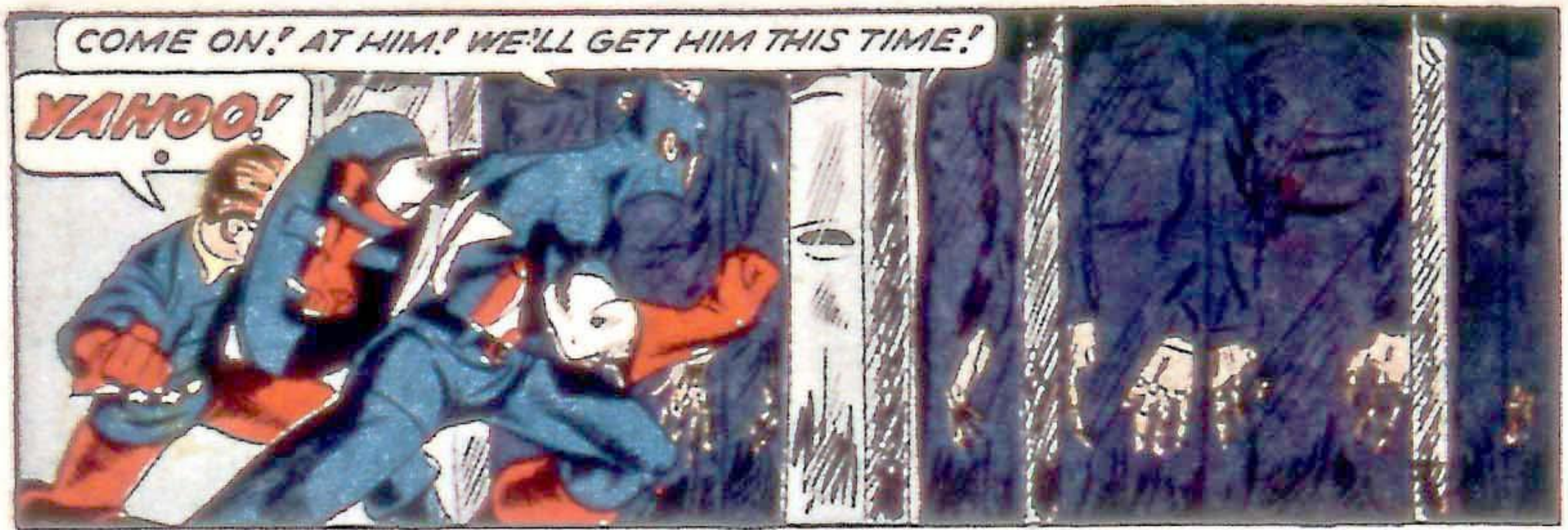
THEN HE'S AROUND HERE SOMEWHERE! WE'LL FIND HIM! ARE YOU AFRAID OF THE DARK? NOW, WHAT THE DICKENS--?

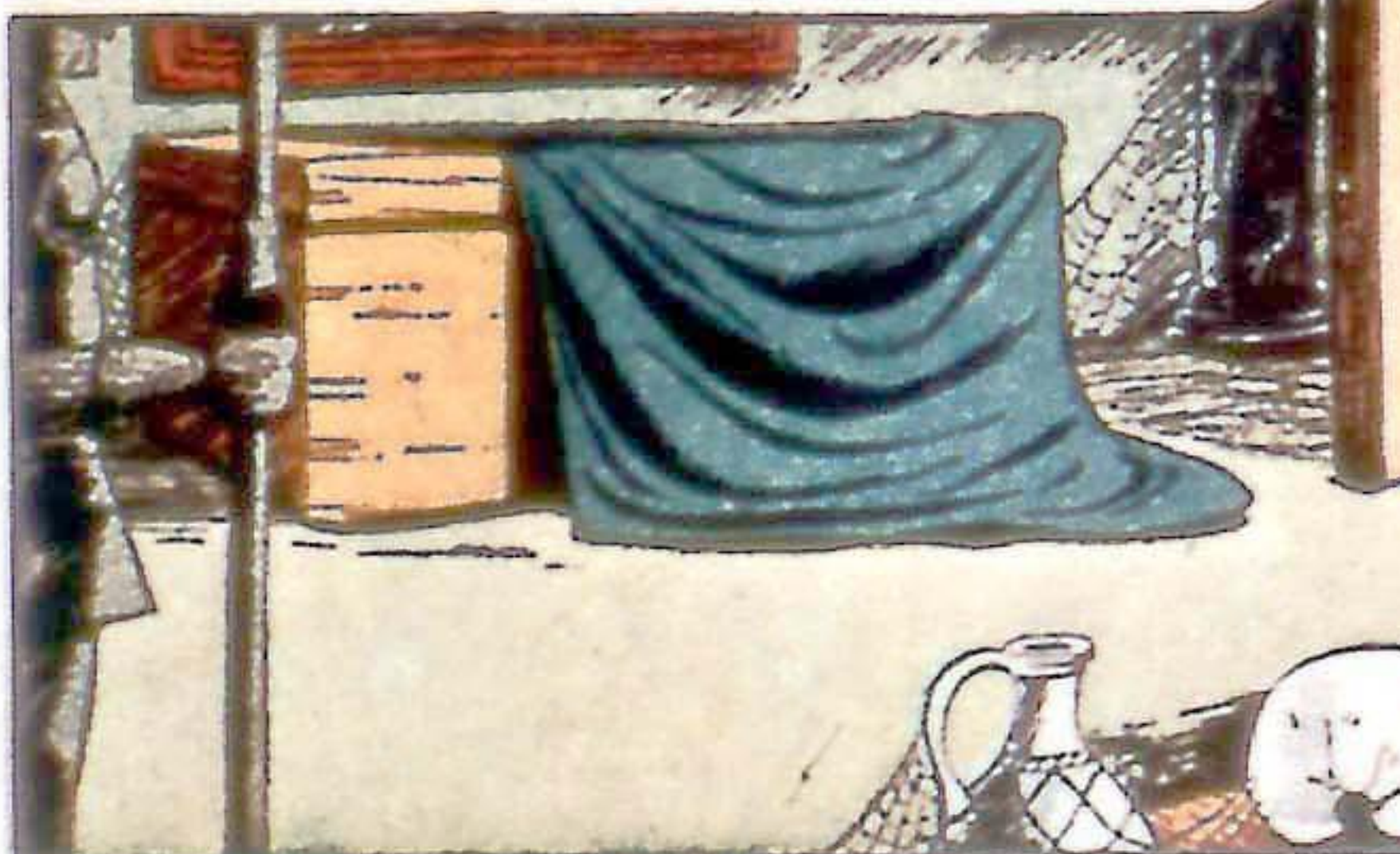


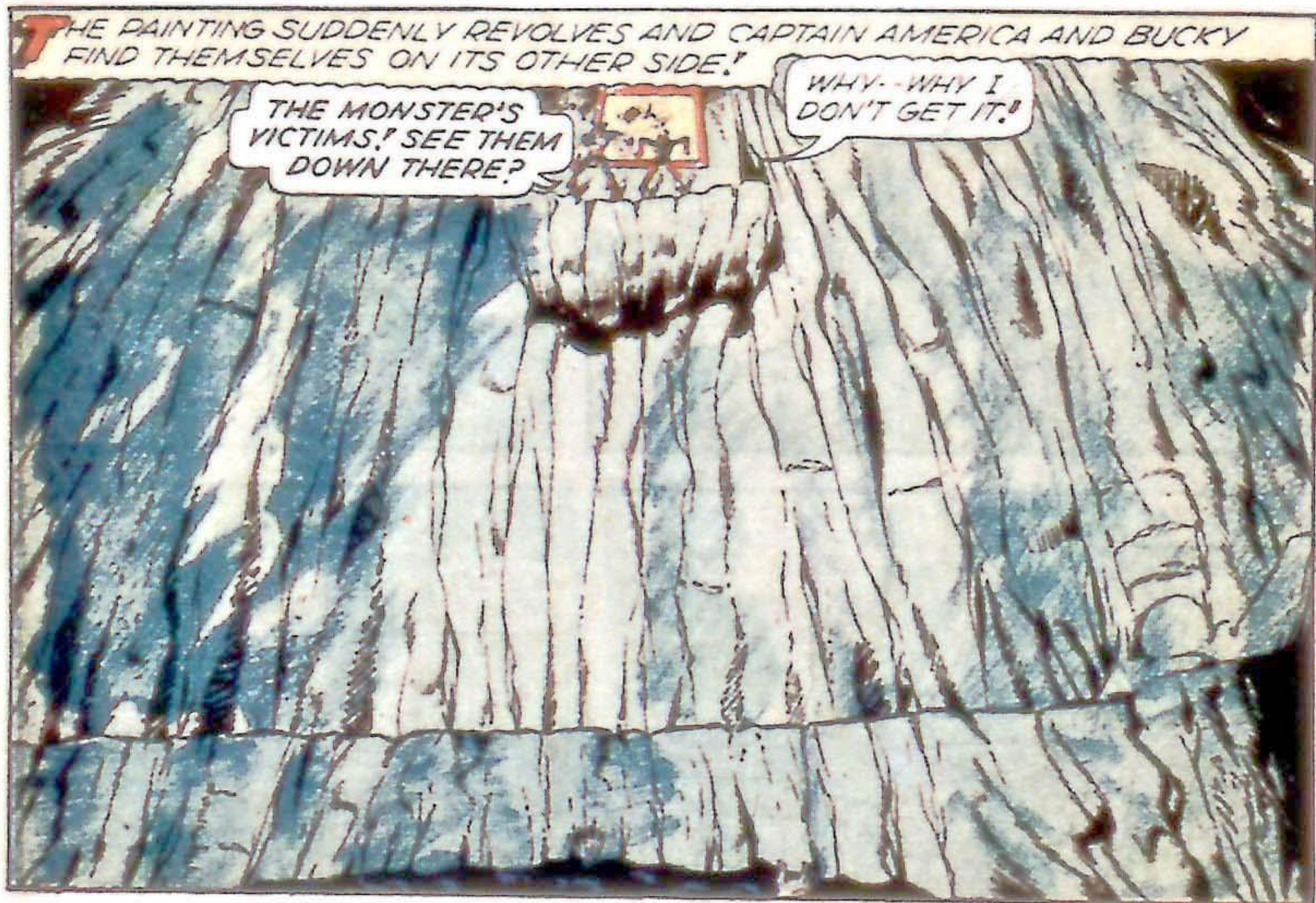


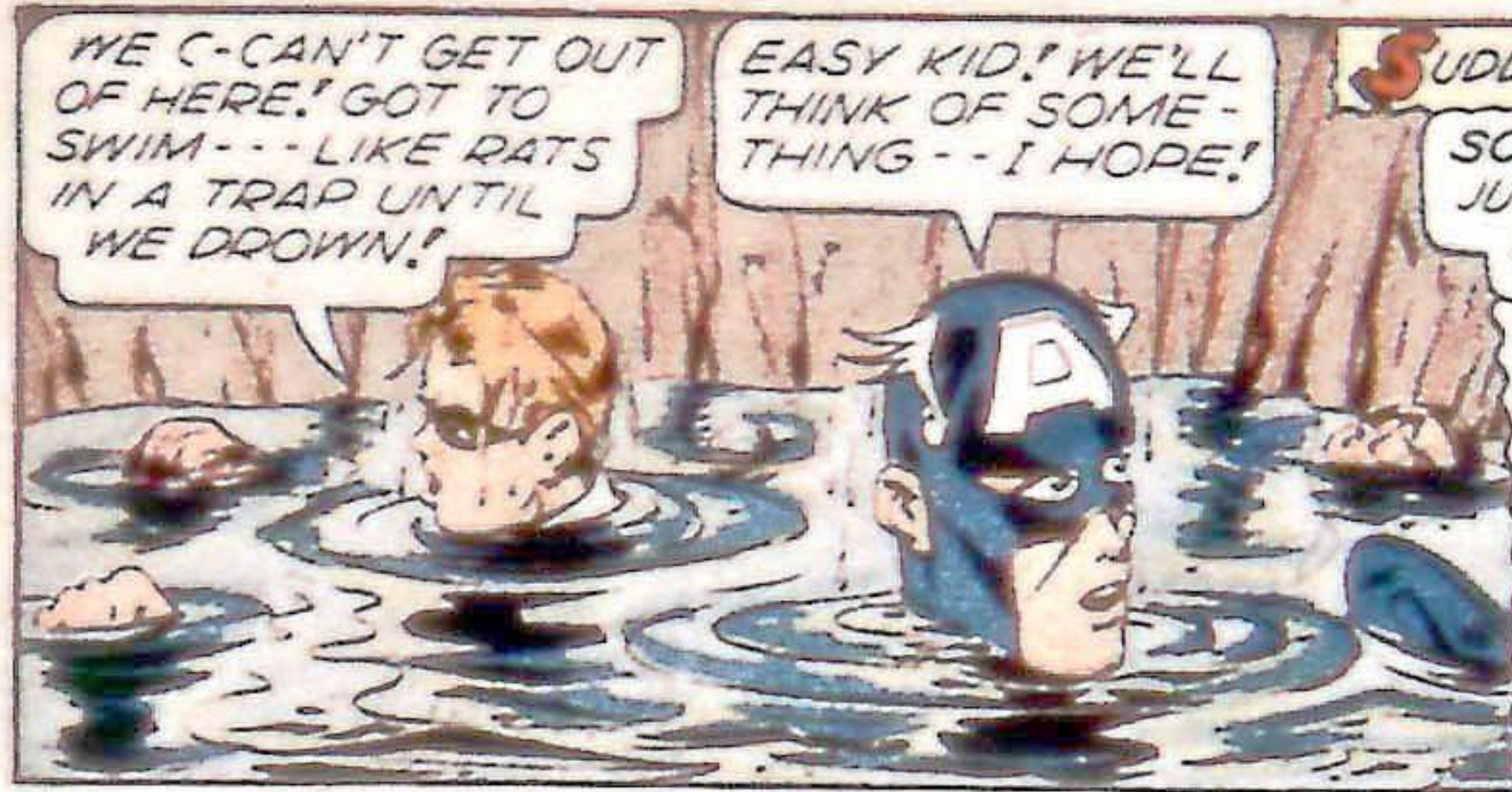
AS THE LITTLE BOAT FLOATS PLACIDLY INTO THE WEIRD MIRROR MAZE, SUDDENLY, THE MONSTER APPEARS! ONE MONSTER? OR---









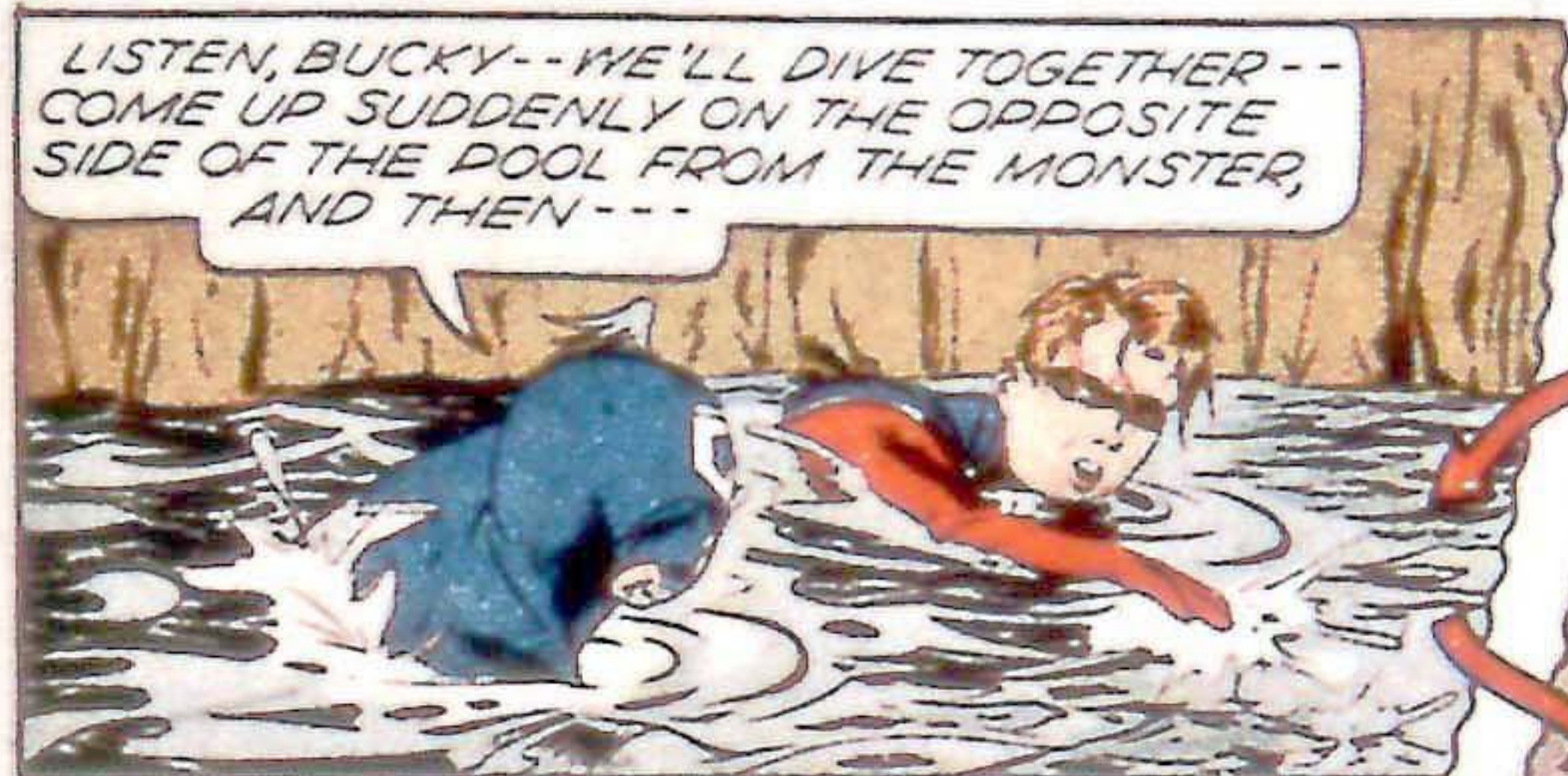


WE C-CAN'T GET OUT OF HERE! GOT TO SWIM--- LIKE RATS IN A TRAP UNTIL WE DROWN!

EASY KID! WE'LL THINK OF SOMETHING--- I HOPE!

SUDDENLY, ON THE PATH ABOVE THEM!

SO? THE GREAT CAPTAIN AMERICA- JUST SWIMMING UNTIL HE DROWNS! THIS IS A WONDERFUL THRILL FOR ME--HEH! HEH! WATCHING CAPTAIN AMERICA DROWN!



LISTEN, BUCKY-- WE'LL DIVE TOGETHER-- COME UP SUDDENLY ON THE OPPOSITE SIDE OF THE POOL FROM THE MONSTER, AND THEN---



IT--IT CAN TALK! WHY-- WHAT--



I MADE IT, CAP! I MADE IT!

NICE GOING, LAD!



NOW! JUMP FOR IT!



THE MONSTER SUDDENLY PLUNGES AFTER BUCKY!

WOW! AM I AHEAD OR BEHIND?



AND CAPTAIN AMERICA WITH HIS INVERTED CONCAVE SHIELD, FLOATING FOR A MOMENT ON THE WATER---





The SECRET WEAPON You MUST Have!



BLITZED By LIGHTNING JU-JITSU!!

YOU, TOO, CAN BE TOUGH! No matter how small you are you've grown to being bullied and kicked around—you can now, in double-quick time, become a "billy terror" in a hand-to-hand fight! And built just as you are—that's the beauty of it! Yes, even though you weigh no more than 100 pounds, a power-house lies concealed in that modest frame of yours, waiting to be sprung by the commando-like destruction of LIGHTNING JU-JITSU.

Just think! You need no longer be pushed around by a brute twice your size. You need no longer be tortured with fright because you lack confidence in your own ability to take care of yourself. Your loved one can now look up to you, certain that no one will dare lay a hand on her while you're around.

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LEARN AT ONCE! Not in weeks or months! You can master this invincible technique NOW! No ex-

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Our soldiers, sailors, leathernecks and fellows entering the armed forces well know that in this all-out war their very lives depend on a knowledge of all-out tactics. The Rangers and Commandos use this deadly instrument of scientific defense and counter-attack. American police and G-men, prison, bank, asylum and factory guards, and other defenders of our public safety are relying more and more upon it. Even in the schools, boys of teen age are being taught Ju-Jitsu. It is not a sport, as our enemies are discovering to their sorrow. It is the crushing smother to treacherous attack. You, too, must learn to defend yourself and your loved ones as ruthlessly as our fearless, hard-hitting fighters.

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3. Teaches you to overpower a thug armed with gun, knife, billie, or any other weapon of attack.
4. Can give you a smooth-muscled, athletic body.
5. Sharpens your wits and reflexes by co-ordinating eye, mind, and body.
6. Make your friends respect you, etc., etc. . . .

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